



Innovation you can rely on.

March 31, 2000

VIA OVERNIGHT DELIVERY

K. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

RECEIVED
Tennessee Regulatory Authority
100 APR 3 PM 3 41
OFFICE OF THE
EXECUTIVE SECRETARY

00-00274

RE: Application of Arbros Communications Licensing Company S.E., LLC for a
Certificate of Public Convenience and Necessity

Dear Mr. Waddell:

Enclosed please find an original and thirteen (13) copies of the Application of Arbros Communications Licensing Company S.E., LLC ("Arbros") for a Certificate of Public Convenience submitted in accordance with §65-4-201 of the Tennessee Code Annotated.

Please note that the financial information of the applicant, attached to the application as Exhibit F, and the letter of guarantee, attached to the application as Exhibit G, contains highly confidential and proprietary information. Accordingly, Exhibit F and Exhibit G are submitted herewith under seal.

Pursuant to T.C. A. §65-5-212, Arbros is also submitting an original and thirteen (13) copies of its Small and Minority-owned Telecommunications Business Participation Plan along with its Application for a Certificate of Public Convenience.

A check in the amount of \$25.00 to cover the requisite filing fee is also enclosed. Please date-stamp the extra copy of this filing, and return it in the enclosed stamped envelope. Should you have any questions regarding this matter, please do not hesitate to contact me.

Respectfully submitted,

Chris Tran
Manager, Regulatory Affairs

Encl.

POSTED
4-3-00

**Before the
State of Tennessee
Regulatory Authority**

RECEIVED
TENN. REG. AUTH.
APR 3 PM 3 41
EXECUTIVE SECRETARY

Application of

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

for a Certificate of Public Convenience and Necessity
to Provide Facilities-Based and Resold Local Exchange
and Long Distance Telecommunications Service in
the State of Tennessee

) Docket No.
)
)
)
)

00-00274

**APPLICATION OF
ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC**

Arbros Communications Licensing Company S.E., LLC ("Arbros Licensing Co.", "Applicant" or "Company"), hereby applies to the Tennessee Regulatory Authority ("TRA") for a Certificate of Public Convenience and Necessity ("CPCN") to provide facilities-based and resold local exchange and long distance telecommunications services in accordance with §65-4-201 of the Tennessee Code Annotated.

Arbros Communications Licensing Co. is willing and able to comply with all applicable rules and regulations in Tennessee pertaining to the provision of competing local telecommunications services.

In support of this application, the Applicant submits the following supporting information in accordance with the requirements of the Tennessee Public Service Commission's Rule 1220-4-8-.04.

1. IDENTIFICATION OF THE APPLICANT

Arbros Licensing Co. is a privately-held corporation organized under the laws of Delaware on February 14, 2000. Arbros Licensing Co.'s principal address is:

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC
1100 Wayne Ave, 8th Floor
Silver Spring, MD 20910
Telephone: (301) 960-0500
Fax: (301) 650-4196

Arbros Licensing Co.'s registered agent for service of process in Tennessee is:

HIQ Corporate Services, Inc.
1912 Hayes Street
Nashville, TN 37203
Davidson County
800-564-5300

2. ORGANIZATION OF THE APPLICANT

Linsang Partners, LLC is the sole equity owner of Arbros Communications, Inc., ("Arbros Communications") which in turn is the ultimate corporate parent of Arbros Licensing Co. A copy of Arbros Licensing Co.'s certificate of formation is attached hereto as *Exhibit A*. A fact sheet of Arbros Licensing Co. is attached as *Exhibit B*.

3. TENNESSEE REGISTRATION

Arbros Licensing Co. is authorized to transact business in Tennessee as a foreign corporation. A copy of Arbros Licensing Co.'s qualifying document is attached hereto as *Exhibit C*.

4. DESIGNATED CONTACT

All correspondence, notices and inquiries regarding this Application and for all regulatory and legal matters should be addressed to:

Robert F.X. Condon
Director of Regulatory Affairs, Assistant Secretary
Arbros Communications Licensing Company, S.E., LLC
6707 Democracy Blvd., Suite 200
Bethesda, Maryland 20817
Telephone: (301) 841-0219
Fax: (301) 571-0405
E-mail: Rcondon@Arbros.com

5. NAMES AND ADDRESS OF ALL OFFICERS IN TENNESSEE

The names and addresses of the Applicant's principle corporate officers responsible for Tennessee local operations are listed in *Exhibit D*.

6. PROPOSED SERVICES

By this Application, Arbros Licensing Co. seeks the authority to provide facilities-based and resold local exchange and interexchange telecommunications services throughout the State of Tennessee in areas currently served by the incumbent local exchange company. Specifically, Arbros Licensing Co. initially intends to offer high-speed data transmission services. Eventually Arbros Licensing Co. intends to offer a full array of local exchange and long distance services to business and residential customers in Tennessee. Such services will include: Local Calling, Extended Local Service, Local Toll Calling, Centrex, Private Branch Exchange, Individual Business Lines, Individual Residential Lines, Foreign Exchange Service, Dual Party Relay and other special needs services, ISDN and Frame Relay Service, Internet and Special Access Services, Private Line Service, Pay Telephone Access Lines, Direct Inward/Outward Dialing Options, Custom Calling Features, and 911 Emergency Service. The Company is building a network that consists of class 4/5 central office switches and associated transmission facilities interconnected to the public switched network.

Arbros Licensing Co. may offer additional services by utilizing the switching and transport capacity of other existing telecommunications providers, pursuant to negotiated or tariffed arrangements.

A. LOCAL EXCHANGE SERVICES

Specifically, Arbros Licensing Co. seeks the authority to provide facilities-based switched and dedicated local exchange telecommunications services throughout the state of Tennessee. Arbros Licensing Co.'s local service offerings will ultimately include the following:

- **Local Calling/“Plain Old Telephone Service” (“POTS”)** -- originating and terminating local calls/dial-tone service, provided over Arbros Licensing Co.'s network.
- **Extended Local Service:** allow subscribers in certain exchanges to call subscribers in certain other exchanges without incurring toll charges.
- **Local Toll Calling:** IntraLATA toll service.
- **Centrex:** A central office Company generated business custom calling service which adds features such as intercom, call forwarding, call transfer, toll restrict, least cost routing, and call hold to normal dial-tone phone service.
- **Foreign Exchange Service:** Provides local telephone service from a central office outside the subscriber's exchange area.
- **ISDN and Frame Relay Service:** Integrated Services Digital Network and packet switching technology.
- **Internet and Special Access Services:** Dedicated lines to internet and long distance.
- **Private Line Service:** Direct channels specifically dedicated to a customer's use between specified points.
- **Direct Inward/Outward Dialing Options** -- enables customers to complete a Call to a specific extension without being transferred by an attendant.
- **Data Transmission Services** -- digital data network services which utilize asynchronous transfer mode (“ATM”) technology;
- **Switched Access Service** -- originating and terminating traffic between a customer premise and an IXC POP via shared local trunks using a local switch; and
- **PBX Trunking** -- carrying switched traffic between the Company's switch and the customer's PBX.

In addition to the above-listed local exchange services and in conformity with Commission's regulations, Arbros Licensing Co., either directly or through arrangements with other service providers, will offer 911 Emergency Services, directory assistance and operator-assisted calling, and white pages listings. The Applicant intends to offer its services in accordance with the same terms, conditions and rates contained in its illustrative intrastate services tariff, Tennessee PSC Tariff No. 1, attached hereto as *Exhibit E*. The tariff is being submitted in a purely illustrative format with the understanding that the Applicant must submit a full tariff for approval from the Commission prior to providing service in Tennessee. In addition, Applicant will offer its services in the exchanges and established local calling areas of the incumbent local telephone companies.

7. FACILITIES FOR SERVICE

In Tennessee, Arbros will carry local exchange traffic either by resale or by originating or terminating on Arbros switching equipment routing them to or from other Arbros switching equipment, BellSouth's (the ILEC) networks, or other acceptable networks. Arbros subscribers will connect to switching equipment through various transmission media and facilities supplied or leased by Arbros allowing it to provide its subscribers residence and business local exchange (POTS), CENTREX services, PBX trunks, ISDN, Internet, and data communications services as well as information services, operator services and emergency services.

8. FINANCIAL STATEMENTS

As a start-up company, Arbros Licensing Co. will rely on its parent company, Arbros Communications, to finance its Tennessee operations. Arbros Communications, which currently is in the process of making enormous network investments as well as securing vendors for the equipment and construction of its network in Tennessee, also is a new company and thus has recently completed an audit of its financial statements. The financial statements are being filed with this Application *under seal* as **Exhibit F**. Since Arbros Licensing Co. is a privately-held company; these financial statements are confidential and contain proprietary information, which should not be made part of the public record. Accordingly, Arbros Licensing Co. has filed these financial statements in a sealed envelope marked "Proprietary Information."

As is evident from its audited financial statements Arbros Communications has the necessary financial resources to provide the local exchange telecommunications services described in this Application, and to finance the operations of Arbros Licensing Co., in order to maintain the provision of these services. As demonstrated in its Cash Flow statement, Arbros Communications has access to ample capital, provided through privately-placed investment, to fund the construction and operation of Arbros Licensing Co.'s telecommunications network in Tennessee, and to meet any lease and ownership obligations associated with its provision of local exchange and interexchange telecommunications services in Tennessee.

In an effort to provide the Commission with sufficient assurance regarding access to capital adequate to enable the Applicant to carry out its planned operations in Tennessee, appended to this Application is a notarized Letter of Guarantee signed by Arbros Communications, the parent company of the Applicant, guaranteeing the operations of the Applicant in Tennessee, filed *under seal* as **Exhibit G**.

9. CERTIFICATIONS IN OTHER STATES

Arbros Communications Licensing Company S.E., LLC does not have the authority to operate as an alternative local exchange company in any states. However, its sister companies, Arbros Communications Licensing Company, N.E. and Arbros Communications Licensing Company, Virginia, have authority to operate as local exchange companies.

Arbros Communications Licensing Company, N.E. has commenced service in the District of Columbia.

Arbros Communications Licensing Company, N.E. has applications pending in the States of Connecticut and Maine.

Arbros Communications Licensing Company, N.E. has received authorization to provide local exchange services in the states of Delaware, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Pennsylvania, Rhode Island, Vermont and the District of Columbia.

Arbros Communications Licensing Company, Virginia has received authorization to provide local exchange service in Virginia.

Arbros Communications Licensing Company S.E., LLC has applications pending in the States of Florida, North Carolina, South Carolina and the Commonwealth of Kentucky.

No Arbros-related entity has had a request for certification/authorization denied in any jurisdiction.

10. MANAGERIAL AND TECHNICAL QUALIFICATIONS

Arbros Licensing Co. is well-qualified technically and financially to provide the competitive local exchange and long distance telecommunications services requested in this Application. Arbros Licensing Co. will rely on the substantial experience and expertise in the telecommunications industry of the senior management team of its parent company, Arbros Communications, to construct and operate the Company's local and inter-exchange network in Tennessee. Specific details of Arbros Communications' management and technical experience are appended hereto as *Exhibit H*, which also contains the biographies of the key management and operational personnel of Arbros Communications who will be responsible for the Applicant's telecommunications services in Tennessee.

11. CUSTOMER SERVICE PLAN

Arbros Licensing Co. intends to provide a toll-free number for its Customer Service Department at 1-877-627-2767, available 9 – 5, M – F, all other times available through voicemail for use by its customers who need to contact Arbros Licensing Co.'s customer service personnel. These customer service representatives will handle complaints or questions raised by customers. Arbros Licensing Co. is developing systems to track customer complaints and to process them in a timely manner. A full description of the Applicant's customer service plan including its policies on billing, payments, deposits, termination policies and late payment charge is included in its illustrative intrastate tariff, Tennessee PSC Tariff No. 1, attached hereto as *Exhibit E*.

12. TARIFF

Arbros Licensing Co.'s illustrative intrastate tariff, Tennessee PSC Tariff No. 1, attached hereto as *Exhibit E*.

13. PUBLIC INTEREST

A decision by the Commission granting Arbros Licensing Co. authority to provide competitive facilities-based local and resold interexchange telecommunications services in Tennessee is in the public interest. Permitting the Applicant to provide the services described in this Application will expand service options for customers in Tennessee and will increase competition in Tennessee without any adverse impact on the Commission's goals of universal service and affordable telecommunications services for the residents of Tennessee. Arbros Licensing Co.'s participation in the market for local and interexchange telecommunications services in Tennessee will promote consumer choice by expanding the availability of innovative, high quality, reliable and competitively-priced telecommunications services. Approval also is likely to cause other local telecommunications providers to improve their existing services, increase the efficiency of their operations, and introduce innovative new services of their own.

14. REQUESTED REGULATORY TREATMENT

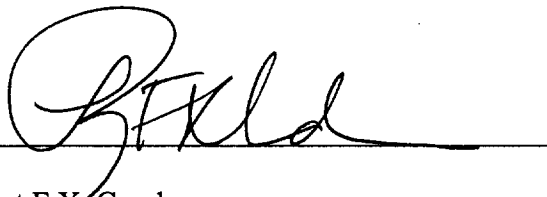
Arbros Licensing Co. requests regulatory treatment afforded to other similarly-situated competitive local exchange carriers in Tennessee. Arbros Licensing Co. agrees to abide by all applicable laws of the state of Tennessee as well as the standards or rules of the Commission, including, but not limited to, standards and rules governing billing, deceptive and unfair marketing practices, and local exchange competition.

WHEREFORE, Arbros Licensing Co. respectfully requests that the Commission grant it a Certificate of Public Convenience and Necessity to transact the business of a competitive provider of facilities-based and resold local exchange telecommunications services within the state of Tennessee.

Respectfully submitted,

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

By: _____


Robert F.X. Condon
Director of Regulatory Affairs, Assistant Secretary
Arbros Communications Licensing Company S.E., LLC
6707 Democracy Blvd., Suite 200
Bethesda, Maryland 20817
Telephone: (301) 841-0219
Fax: (301) 571-0405
E-mail: Rcondon@Arbros.com

DATED: March 31, 2000

VERIFICATION

Robert F.X. Condon, being first duly sworn, deposes and says: That he is the Assistant Secretary for Arbros Communications Licensing Company S.E., LLC, the applicant in the above proceeding, that he has read the foregoing application, and knows the contents thereof; and that he is authorized by Arbros Communications Licensing Company S.E., LLC to verify that the contents of the applications are true.



Robert F.X. Condon
Director of Regulatory Affairs, Assistant Secretary
Arbros Communications Licensing Company S.E., LLC
6707 Democracy Blvd., Suite 200
Bethesda, Maryland 20817
Telephone: (301) 841-0219
Fax: (301) 571-0405
E-mail: Rcondon@Arbros.com

State of Maryland, County of Montgomery, ss.

On this 29th day of March, ~~2000~~, before me,
The undersigned officer, personally appeared, who
acknowledged himself to be the Dir. of Reg. Affairs of ARBROS Communications
a corporation, and that he, as such Dir. of Reg. Affairs, being authorized so to do,
execute the foregoing instrument for the purposes therein contained,
by signing the name of the corporation by himself as Dir. of Regulatory Affairs.

In witness whereof I hereunto set my hand and official seal.

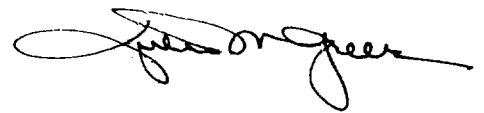


EXHIBIT A

ARTICLES OF INCORPORATION

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.



3176686 8100

001073194



Edward J. Freel, Secretary of State

0257633

AUTHENTICATION:

02-15-00

DATE:

CERTIFICATE OF FORMATION
OF
ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

THE UNDERSIGNED, in order to form a limited liability company under and by virtue of the Delaware Limited Liability Company Act, Title 6 of the Delaware Code, does hereby acknowledge and certify to the Secretary of State of Delaware as follows:

FIRST: The name of the Limited Liability Company (hereinafter the "Company") is:
Arbros Communications Licensing Company S.E., LLC

SECOND: The name and address of the registered agent of the Company are as follows:

HIQ Corporate Services, Inc.
15 East North Street
Dover, County of Kent, Delaware 19901

THIRD: The term of the Company shall continue until the earlier of December 31, 2030 or such date as the Company is dissolved.

IN WITNESS WHEREOF, the undersigned, an authorized person within the meaning of the Delaware Limited Liability Company Act, has signed this Certificate of Formation, acknowledging the same to be his act, this 14th day of February, 2000.


Robert F.X. Condon

Authorized Person

EXHIBIT B

FACT SHEET OF ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

Arbros Communications Licensing Company S.E., LLC is an integrated services provider (ICP) building a network that consists of class 4/5 central office switches and associated transmission facilities interconnected to the public switched network. In Tennessee, Arbros Licensing Co. will carry local exchange, intra- and interLATA long distance, and international telecommunications traffic either by resale or by originating or terminating on Arbros Licensing Co. switching equipment routing them to or from other Arbros switching equipment, ILEC networks, IXC networks, other ICP networks, and IP networks. Arbros subscribers will connect to switching equipment through various transmission media and facilities supplied or leased by Arbros allowing it to provide its subscribers residence and business local exchange (POTS), CENTREX services, PBX trunks, ISDN, Internet, and data communications services as well as information services, operator services and emergency services.

EXHIBIT C

TENNESSEE REGISTRATION

Secretary of State
Corporations Section
James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

DATE: 02/23/00
REQUEST NUMBER: 3834-1778
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 02/22/00 1109
EFFECTIVE DATE/TIME: 02/22/00 1109
CONTROL NUMBER: 0384998

TO:
HIQ CORPORATE SERVICES INC
516 N CHARLES ST
BALTIMORE, MD 21201-5052

RE:
ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC
APPLICATION FOR CERTIFICATE OF AUTHORITY -
LIMITED LIABILITY COMPANY

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED LIMITED LIABILITY COMPANY
CERTIFICATE OF AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED
ABOVE.

A LIMITED LIABILITY COMPANY ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF
STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE
LIMITED LIABILITY COMPANY'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN
ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH WRITTEN NOTIFICATION. THIS OFFICE
WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE LIMITED
LIABILITY COMPANY AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING
ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO
MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE LIMITED LIABILITY
COMPANY TO ADMINISTRATIVE REVOCATION OF ITS CERTIFICATE OF AUTHORITY.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE
REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR CERTIFICATE OF AUTHORITY -
LIMITED LIABILITY COMPANY

ON DATE: 02/22/00

FROM:
HIQ CORPORATE SERVICES, INC.
516 N CHARLES ST
SUITE 501
BALTIMORE, MD 21201-0000

RECEIVED: FEES \$300.00 \$0.00
TOTAL PAYMENT RECEIVED: \$300.00

RECEIPT NUMBER: 00002624748
ACCOUNT NUMBER: 00137567



SS-4458

Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 02/23/00

REQUEST NUMBER: 3834-1778

TELEPHONE CONTACT: (615) 741-2286

FILE DATE/TIME: 02/22/00 1109

EFFECTIVE DATE/TIME: 02/22/00 1109

CONTROL NUMBER: 0384998

TO:

HQ CORPORATE SERVICES INC
516 N CHARLES ST

BALTIMORE, MD 21201-5052

RE:

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC
APPLICATION FOR CERTIFICATE OF AUTHORITY -
LIMITED LIABILITY COMPANY

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WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE LIMITED
LIABILITY COMPANY AT THE ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING
ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO
MAINTAIN A REGISTERED AGENT AND OFFICE WILL SUBJECT THE LIMITED LIABILITY
COMPANY TO ADMINISTRATIVE REVOCATION OF ITS CERTIFICATE OF AUTHORITY.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE
REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR CERTIFICATE OF AUTHORITY -
LIMITED LIABILITY COMPANY

ON DATE: 02/22/00

FROM:
HQ CORPORATE SERVICES, INC.
516 N CHARLES ST
SUITE 501
BALTIMORE, MD 21201-0000

RECEIVED: FEES \$300.00 \$0.00
TOTAL PAYMENT RECEIVED: \$300.00

RECEIPT NUMBER: 00002624748
ACCOUNT NUMBER: 00137567



SS-4458

Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

Office of the Secretary of State

RECEIVED
STATE OF TENNESSEE

00 FEB 22 AM 11:00

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC" WAS FORMED ON THE FOURTEENTH DAY OF FEBRUARY, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.




Edward J. Freel, Secretary of State

3176686 8300

001078504

AUTHENTICATION: 0261286

DATE: 02-16-00

Department of State
Corporation Section
18th Floor, James K. Polk Building
Nashville, TN 37243-0306

APPLICATION FOR
CERTIFICATE OF AUTHORITY

RECEIVED
STATE OF TENNESSEE
00 FEB 22 AM 11:03

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR:
ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

RILEY DARNELL
SECRETARY OF STATE

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of § 48-246-301 of the Tennessee Limited Liability Company Act, the undersigned hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the Limited Liability Company is: ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

If different, the name under which the certificate of authority is to be obtained is:

NOTE: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign Limited Liability Company if its name does not comply with the requirements of § 48-207-101 of the Tennessee Limited Liability Company Act. If obtaining a certificate of authority under an assumed Limited Liability Company name, an application must be filed pursuant to § 48-207-101(d).

2. The state or country under whose law it is formed is: DELAWARE

3. The date of its organization is: 02/14/2000 (must be month, day and year)

4. The complete street address (including zip code) of its principal office is:

6707 DEMOCRACY BOULEVARD S-200 BETHESDA MARYLAND 20817
Street City/State Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee:

1912 HAYES STREET NASHVILLE TENNESSEE DAVIDSON 37203
Street City/State County Zip Code

The name of its registered agent at that office is: HIQ CORPORATE SERVICES, INC.

6. The number of members at the date of filing TWO

7. If the limited liability company commenced doing business in Tennessee prior to the approval of this application, the date of commencement (month, day and year) n/a

NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of the Limited Liability Company records in the state or country under whose law it is organized. The certificate shall not bear a date of more than two (2) months prior to the date the application is filed in this state.

FEBRUARY 17, 2000
Signature Date

PRESIDENT & CEO
Signer's Capacity

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC
Name of Limited Liability Company

[Signature]
Signature

JONATHAN FLICKER
Name (typed or printed)

Department of State
Corporation Section
18th Floor, James K. Polk Building
Nashville, TN 37243-0306

APPLICATION FOR
CERTIFICATE OF AUTHORITY

RECEIVED
STATE OF TENNESSEE
00 FEB 22 AM 11:09

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR:
ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

RILEY DARNELL
SECRETARY OF STATE

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2. The state or country under whose law it is formed is: DELAWARE

3. The date of its organization is: 02/14/2000 (must be month, day and year)

4. The complete street address (including zip code) of its principal office is:

6707 DEMOCRACY BOULEVARD S-200 BETHESDA MARYLAND 20817
Street City/State Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee:

1912 HAYES STREET NASHVILLE TENNESSEE DAVIDSON 37203
Street City/State County Zip Code

The name of its registered agent at that office is: HIQ CORPORATE SERVICES, INC.

6. The number of members at the date of filing TWO

7. If the limited liability company commenced doing business in Tennessee prior to the approval of this application, the date of commencement (month, day and year) n/a

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FEBRUARY 17, 2000
Signature Date

PRESIDENT & CEO
Signer's Capacity

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC
Name of Limited Liability Company

[Signature]
Signature

JONATHAN FLICKER
Name (typed or printed)

EXHIBIT D

OFFICERS AND DIRECTORS

All officers may be contacted through the corporate offices at 8181 Professional Place, Suite 150, Landover, Maryland 20785. Telephone: 301/955-5200. Fax: 301/577-9468.

Jonathan S. Flicker, CEO, President, and Director

Samuel Vogel, Senior Vice President, Network Planning, Director

Russell B. Stevenson, Jr., Executive Vice President and General Counsel,
Secretary

Don Helms, Senior Vice President, Operations

Christian Walkowicz, Interim CFO

Sandra Gill, Senior Vice President, Human Resources and Administration

Dr. I-Hung Li, Senior Vice President, Technology

Dirk VerMeulen, VP Marketing and Sales

Jeffrey D. Hamet, VP Finance and Corporate Controller

Matthew L. Lehman, VP Strategic Planning & Development

Frederick L. Rienecker, VP Information Systems

EXHIBIT E

ILLUSTRATIVE TENNESSEE PSC TARIFF NO. 1

Local Exchange Telephone Service

TITLE PAGE

TENNESSEE LOCAL EXCHANGE SERVICES TARIFF

OF

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

This tariff, filed with the Tennessee Public Service Commission, contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for local exchange telecommunications services provided by Arbros Communications Licensing Company S.E., LLC within the State of Tennessee.

Issued:

By: Robert F.X. Condon
Director of Regulatory Affairs
6707 Democracy Blvd., Suite 200
Bethesda, Maryland 20817

Effective:

Local Exchange Telephone Service

CHECK SHEET

The sheets listed below, which are inclusive of this tariff, are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date indicated below.

<u>Sheet</u>	<u>Revision</u>	<u>Sheet</u>	<u>Revision</u>	<u>Sheet</u>	<u>Revision</u>
1	Original	28	Original	55	Original
2	Original	29	Original	56	Original
3	Original	30	Original	57	Original
4	Original	31	Original	58	Original
5	Original	32	Original	59	Original
6	Original	33	Original	60	Original
7	Original	34	Original	61	Original
8	Original	35	Original	62	Original
9	Original	36	Original	63	Original
10	Original	37	Original	64	Original
11	Original	38	Original	65	Original
12	Original	39	Original	66	Original
13	Original	40	Original	67	Original
14	Original	41	Original	68	Original
15	Original	42	Original	69	Original
16	Original	43	Original	70	Original
17	Original	44	Original	71	Original
18	Original	45	Original	72	Original
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20	Original	47	Original	74	Original
21	Original	48	Original	75	Original
22	Original	49	Original	76	Original
23	Original	50	Original	77	Original
24	Original	51	Original	78	Original
25	Original	52	Original	79	Original
26	Original	53	Original	80	Original
27	Original	54	Original		

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CHECK SHEET (Cont'd)

<u>Sheet</u>	<u>Revision</u>	<u>Sheet</u>	<u>Revision</u>	<u>Sheet</u>	<u>Revision</u>
81	Original	86	Original	91	Original
82	Original	87	Original	92	Original
83	Original	88	Original	93	Original
84	Original	89	Original		
85	Original	90	Original		

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SYMBOLS

The following are the symbols used for the purposes indicated below:

- C** - To signify changed administrative regulation.
- D** - To signify discontinued rate or administrative regulation.
- I** - To signify an increased rate.
- N** - To signify a new rate or regulation.
- R** - To signify a reduced rate.
- T** - To signify a change in text or regulation but no change in rate or charge.
- M** - To signify a move from one page to another with no change to text.
regulation or Tariff
- S** - To signify matter already appearing in another part of the tariff and repeated
for clarification

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TARIFF FORMAT

- A. **Sheet Numbering** - Page numbers appear in the upper right corner of the sheet. Pages are numbered sequentially. However, new pages are occasionally added to the tariff. When a new page is added between existing pages with whole numbers, a decimal is added. For example, a new page added between pages 34 and 35 would be page 34.1.
- B. **Sheet Revision Numbering** - Revision numbers also appear in the upper right corner of the page. These numbers are used to determine the most current page version on file with the FPSC. For example, 4th Revised Page 34 cancels the 3rd Revised Page 34. Consult the check sheet for the page currently in effect.
- C. **Paragraph Numbering Sequence** - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:
- 2
 - 2.1
 - 2.1.1
 - 2.1.1.A
 - 2.1.1.A.1
 - 2.1.1.A.1.(a)
 - 2.1.1.A.1.(a).I
 - 2.1.1.A.1.(a).I.(i)
 - 2.1.1.A.1.(a).I.(i).(1)
- D. **Check Sheet** - When a tariff is filed with the Tennessee PSC, an updated check sheet accompanies the tariff filing. The check sheet lists the tariff pages, with a cross reference to the current revision number. When new sheets are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this sheet if these are the only changes made. The tariff user should refer to the latest check sheet to find out if a particular page is the most current on file with the Tennessee PSC.

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APPLICATION OF TARIFF

This tariff contains the regulations and rates applicable to the provision of local exchange service by Arbros Communications Licensing Company S.E., LLC within the State of Tennessee and subject to the jurisdiction of the Tennessee Public Service Commission.

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DEFINITIONS

Certain terms used generally throughout this tariff are defined below.

Account Codes: Permits Centrex Stations and attendants to dial an account code number of up to eight digits. For use when placing calls over facilities arranged for Automatic Message Accounting (AMA) recording. The account or project number must be input prior to dialing the called number.

Advance Payment: Part or all of a payment required before the start of service.

Automatic Number Identification (ANI): Allows the automatic transmission of a caller's billing account telephone number to a local exchange company, interexchange carrier or a third party subscriber. The primary purpose of ANI is to allow for billing of toll calls.

Bit: The smallest unit of information in the binary system of notation.

Call Forwarding:

Call Forwarding Station: Allows calls directed to a station line to be routed to a user defined line inside or outside the customer's telephone system.

Call Forwarding System: Permits calls attempting to terminate to a busy station line to be re-directed to a predetermined line inside or outside the customer's telephone system.

Call Forwarding Remote: This optional feature allows a user to activate/deactivate the Call Forwarding - All Calls feature or change the forwarded to telephone number from a remote location.

Call Forwarding Busy: Allows incoming calls to a busy station to be routed to a preselected station line or attendant within the same system or outside the system. Intercom calls can be arranged to be forwarded to a number different from DID calls.

Call Forwarding Don't Answer: Allows incoming calls to be automatically routed to a preselected station line or attendant in the same system or outside the system, when the called station is not answered after a preset number of rings. Intercom calls can be arranged to be forwarded to a number different from DID calls.

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DEFINITIONS (Cont'd)

Call Forwarding: (Cont'd)

Call Forwarding Variable Limited: When this feature is activated by a station line user or the attendant, incoming calls to the activated station line or attendant position will be automatically routed to any other selected station line, within the same Centrex system, or to the attendant position. The attendant may also activate this feature for a station line user.

Call Forwarding Variable Unlimited: The same as a Call Forwarding Variable Limited except that incoming calls may be automatically routed to a telephone number outside the Centrex system or to station lines within the same Centrex system. The attendant may not activate this feature to a telephone number outside the Centrex system for a station line use. Calls forwarded outside the Centrex system are subject to the appropriate charges for local and toll messages.

Call Hold: Allows the user to hold one call for any length of time provided that neither party goes on-hook.

Call Park: Allows a station line to park a call against its own line number. The parked call can be retrieved from any station line by dialing a feature code and the line number against which the call is parked.

Call Pickup: Allows a station line to answer incoming calls to another station line within a defined call pickup group. Call pickup is provided on individual station lines within a customer group.

Call Transfer: Allows a station line user to transfer any established call to another station line inside or outside the customer group without the assistance of the attendant.

Call Waiting: Permits a line in the talking state to be alerted by a tone when another call is attempting to complete to the line. Audible ringing is returned to the originating line. The Service also provides a hold feature that is activated by a switchhook flash.

Commission: The Tennessee Public Service Commission.

Communications Services: The Company's intrastate toll and local exchange switched telephone services offered for both intraLATA and interLATA use.

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DEFINITIONS (Cont'd)

Company: Arbros Communications Licensing Company S.E., LLC ("Arbros"), the issuer of this tariff.

Customer or Subscriber: The person, firm or corporation which orders service and is responsible for the payment of charges and compliance with the Company's regulations.

Dial Pulse (or "DP"): The pulse type employed by rotary dial station sets.

Direct Inward Dial (or "DID"): A service attribute that routes incoming calls directly to stations, by-passing a central answering point.

Direct Outward Dial (or "DOD"): A service attribute that allows individual station users to access and dial outside numbers directly.

Do Not Disturb: Permits the attendant to cut off a single station line and selected groups of station lines from receiving incoming and station-to-station calls.

Dual Tone Multi-Frequency (or "DTMF"): The pulse type employed by tone dial station sets.

Duplex Service: Service which provides for simultaneous transmission in both directions.

Fiber Optic Cable: A thin filament of glass with a protective outer coating through which a light beam carrying communications signals may be transmitted by means of multiple internal reflections to a receiver, which translates the message.

Hunting: Routes a call to an idle station line in a prearranged group when the called station line is busy.

In-Only: A service attribute that restricts outward dial access and routes incoming calls to a designated answer point.

Joint User: A person, firm or corporation which is designated by the Customer as a user of services furnished to the Customer by Arbros and to whom a portion of the charges for the service will be billed under a joint user arrangement as specified herein.

Kbps: Kilobits per second, denotes thousands of bits per second.

Last Number Redial: Enables a station line user to redial the last called number by use of an access code rather than dialing the entire number.

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DEFINITIONS (Cont'd)

LATA: A Local Access and Transport Area established pursuant to the Modification of Final Judgment entered by the United States District Court for the District of Columbia in Civil Action No. 82-0192; or any other geographic area designated as a LATA in the National Exchange Carrier Association, Inc. Tariff F.C.C. No. 4.

Mbps: Megabits, denotes millions of bits per second.

Multi-Frequency or ("MF"): An inter-machine pulse-type used for signaling between telephone switches, or between telephone switches and PBX/key systems.

Recurring Charges: The monthly charges to the Customer for services, facilities and equipment, which continue for the agreed upon duration of the service.

Service Commencement Date: The first day following the date on which the Company notifies the Customer that the requested service or facility is available for use, unless extended by the Customer's refusal to accept service which does not conform to standards set forth in the Service Order or this tariff, in which case the Service Commencement Date is the date of the Customer's acceptance. The Company and Customer may mutually agree on a substitute Service Commencement Date.

Service Order: The written request for Network Services executed by the Customer and the Company in the format devised by the Company. The signing of a Service Order by the Customer and acceptance by the Company initiates the respective obligations of the parties as set forth therein and pursuant to this tariff, but the duration of the service is calculated from the Service Commencement Date.

Shared: A facility or equipment system or subsystem that can be used simultaneously by several Customers.

Speed Calling: Permits a station line user to dial selected numbers by using fewer digits than normally required. This is accomplished through the assignment of abbreviated codes to frequently called numbers. The speed calling list is customer-changeable.

Station: Allows a station line user to add, change or delete telephone numbers from a speed calling list. The list is dedicated to the individual station line user.

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DEFINITIONS (Cont'd)

Three-Way Calling: Allows a station line user to add a third party to an existing conversation.

Two Way: A service attribute that includes outward dial capabilities for outbound calls and can also be used to carry inbound calls to a central point for further processing.

User or End User: A Customer, Joint User, or any other person authorized by a Customer to use service provided under this tariff.

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REGULATIONS

2.1 Undertaking of the Company

2.1.1 Scope

The Company undertakes to furnish communications service pursuant to the terms of this tariff in connection with one-way and/or two-way information transmission between points within the State of Tennessee.

Customers and users may use services and facilities provided under this tariff to obtain access to services offered by other service providers. The Company is responsible under this tariff only for the services and facilities provided hereunder, and it assumes no responsibility for any service provided by any other entity that purchases access to the Company network in order to originate or terminate its own services, or to communicate with its own customers.

2.1.2 Shortage of Equipment or Facilities

- A. The Company reserves the right to limit or to allocate the use of existing facilities, or of additional facilities offered by the Company, when necessary because of lack of facilities, or due to some other cause beyond the Company's control.
- B. The furnishing of service under this tariff is subject to the availability on a continuing basis of all the necessary facilities and is limited to the capacity of the Company's facilities as well as facilities the Company may obtain from other carriers to furnish service from time to time as required at the sole discretion of the Company.

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REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.3 Terms and Conditions

- A. Service is provided on the basis of a minimum period of at least one month, 24-hours per day. For the purpose of computing charges in this tariff, a month is considered to have 30 days.
- B. Customers may be required to enter into written service orders which shall contain or reference a specific description of the service ordered, the rates to be charged, the duration of the services, and the terms and conditions in this tariff. Customer will also be required to execute any other documents as may be reasonably requested by the Company.
- C. At the expiration of the initial term specified in each Service Order, or in any extension thereof, service shall continue on a month to month basis at the then current rates unless terminated by either party upon 30 days written notice. Any termination shall not relieve Customer of its obligation to pay any charges incurred under the service order and this tariff prior to termination. The rights and obligations which by their nature extend beyond the termination of the term of the service order shall survive such termination.
- D. In any action between the parties to enforce any provision to this tariff, the prevailing party shall be entitled to recover its legal fees and court costs from the non-prevailing party in addition to other relief a court may award.
- E. Service may be terminated upon written notice to the Customer if:
 - 1. the Customer is using the service in violation of this tariff; or
 - 2. the Customer is using the service in violation of the law.
- F. This tariff shall be interpreted and governed by the laws of the State of Tennessee regard for its choice of laws provision.

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REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.3 Terms and Conditions (Cont'd)

- G. Another Telephone Company must not interfere with the right of any person or entity to obtain service directly from the Company. No person or entity shall be required to make any payment, incur any penalty, monetary or otherwise, or purchase any services in order to have the right to obtain service directly from the Company.
- H. To the extent that either the Company or any Other Telephone Company exercises control over available cable pairs, conduit, duct space, raceways, or other facilities needed by the other to reach a person or entity, the party exercising such control shall make them available to the other on terms equivalent to those under which the Company makes similar facilities under its control available to its customers. At the reasonable request of either party, the Company and the Other Telephone Company shall join the attempt to obtain from the owner of the property access for the other party to serve a person or entity.

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REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.4 Liability of the Company

- A. The liability of the Company for damages arising out of the furnishing of its Services, including but not limited to mistakes, omissions, interruptions, delays, or errors, or other defects, representations, or use of these services or arising out of the failure to furnish the service, whether caused by acts or omission, shall be limited to the extension of allowances for interruption as set forth in 2.6. The extension of such allowances for interruption shall be the sole remedy of the Customer and the sole liability of the Company. The Company will not be liable for any direct, indirect, incidental, special, consequential, exemplary or punitive damages to Customer as a result of any Company service, equipment or facilities, the acts or omissions or negligence, except for willful neglect or willful default of the Company's employees or agents.
- B. The Company shall not be liable for any delay or failure of performance or equipment due to causes beyond its control, including but not limited to: acts of God, fire, flood, explosion or other catastrophes; any law, order, regulation, direction, action, or request of the United States Government, or of any other government, including state and local governments having or claiming jurisdiction over the Company, or of any department, agency, commission, bureau, corporation, or other instrumentality of any one or more of these federal, state, or local governments, or of any civil or military authority; national emergencies; insurrections; riots; wars; unavailability of rights-of-way or materials; or strikes, lock-outs, work stoppages, or other labor difficulties.
- C. The Company shall not be liable for any act or omission of any entity furnishing to the Company or to the Company's Customers facilities or equipment used for or with the services the Company offers except where contracted by the Company.
- D. The Company shall not be liable for any damages or losses due to the fault or negligence of the Customer or due to the failure or malfunction of Customer-provided equipment or facilities.

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REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.4 Liability of the Company (Cont'd)

- E. The Company does not guarantee nor make any warranty with respect to installations it provides for use in an explosive atmosphere. The Customer indemnifies and holds the Company harmless from any and all loss, claims, demands, suits, or other action, or any liability whatsoever, whether suffered, made, instituted, or asserted by any other party or person(s), and for any loss, damage, or destruction of any property, whether owned by the Customer or others, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, removal presence, condition, location, or use of any installation so provided. The Company reserves the right to require each Customer to sign an agreement acknowledging acceptance of the provisions of this section as a condition precedent to such installations.
- F. The Company is not liable for any defacement of or damage to Customer premises resulting from the furnishing of services or equipment on such premises or the installation or removal thereof, unless such defacement or damage is caused by negligence or willful misconduct of the Company's agents or employees.
- G. The Company shall not be liable for any claim, loss or damage arising from Customer's use of services, involving claims for libel, slander, invasion of privacy, or infringement of copyright arising from the Customer's own communications.
- H. The entire liability for any claim, loss, damage or expense from any cause whatsoever shall in no event exceed sums actually paid Company by Customer for the specific services giving rise to the claim. No action or proceeding against the Company shall be commenced more than one year after the service is rendered.
- I. The Company makes no warranties or representations, express or implied either in fact or by operation of law, statutory or otherwise, including warranties of merchantability or fitness for a particular use, except those expressly set forth herein.

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REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.5 Notification of Service-Affecting Activities

The Company will provide the Customer reasonable notification of service-affecting activities that may occur in normal operation of its business. Such activities may include, but are not limited to, equipment or facilities additions, removals or rearrangements and routine preventative maintenance. Generally, such activities are not specific to an individual Customer but affect many Customers' services. No specific advance notification period is applicable to all service activities. The Company will work cooperatively with the Customer to determine the reasonable notification requirements. With some emergency or unplanned service-affecting conditions, such as an outage resulting from equipment damage, notification to the Customer may not be possible.

2.1.6 Provision of Equipment and Facilities

- A. The Company shall use reasonable efforts to make available services to a Customer on or before a particular date, subject to the provisions of and compliance by the Customer with, the regulations contained in this tariff. The Company does not guarantee availability by any such date and shall not be liable for any delays in commencing service to any Customer except as provided by contract.
- B. The Company shall use reasonable efforts to maintain only the facilities and equipment that it furnishes to the Customer. The Customer may not, nor may Customer permit others to, rearrange, disconnect, remove, attempt to repair, or otherwise interfere with any of the facilities or equipment installed by the Company, except upon the written consent of the Company.
- C. The Company may substitute, change or rearrange any equipment or facility at any time and from time to time, but shall not thereby alter the technical parameters of the service provided the Customer.
- D. Equipment the Company provides or installs at the Customer Premises for use in connection with the services the Company offers shall not be used for any purpose other than that for which the Company provided it.

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REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.6 Provision of Equipment and Facilities (Cont'd)

- E. The Customer shall be responsible for the payment of service charges as set forth herein for visits by the Company's agents or employees to the Premises of the Customer when the service difficulty or trouble report results from the use of equipment or facilities provided by any party other than the Company, including but not limited to the Customer.
- F. The Company shall not be responsible for the installation, operation, or maintenance of any Customer provided communications equipment. Where such equipment is connected to the facilities furnished pursuant to this tariff, the responsibility of the Company shall be limited to the furnishing of facilities offered under this tariff and to the maintenance and operation of such facilities. Subject to this responsibility, the Company shall not be responsible for:
 - 1. the transmission of signals by Customer provided equipment or for the quality of, or defects in, such transmission; or
 - 2. the reception of signals by Customer-provided equipment.

2.1.7 Non-routine Installation

At the Customer's request, installation and/or maintenance may be performed outside the Company's regular business hours or in hazardous locations. In such cases, charges based on cost of the actual labor, material, or other costs incurred by or charged to the Company will apply. If installation is started during regular business hours but, at the Customer's request, extends beyond regular business hours into time periods including, but not limited to, weekends, holidays, and/or night hours, additional charges may apply.

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REGULATIONS (Cont'd)

2.1 Undertaking of the Company (Cont'd)

2.1.8 Special Construction

Subject to the agreement of the Company and to all of the regulations contained in this tariff, special construction of facilities may be undertaken on a reasonable efforts basis at the request of the Customer. Special construction is that construction undertaken:

- A. where facilities are not presently available, and there is no other requirement for the facilities so constructed;
- B. of a type other than that which the Company would normally utilize in the furnishing of its services;
- C. over a route other than that which the Company would normally utilize in the furnishing of its services;
- D. in a quantity greater than that which the Company would normally construct;
- E. on an expedited basis;
- F. on a temporary basis until permanent facilities are available;
- G. involving abnormal costs; or
- H. in advance of its normal construction.

2.1.9 Ownership of Facilities

Title to all facilities provided in accordance with this tariff remains in the Company, its agents or contractors.

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REGULATIONS (Cont'd)

2.2 **Prohibited Uses**

- 2.2.1 The services the Company offers shall not be used for any unlawful purpose or for any use as to which the Customer has not obtained all required governmental approvals, authorizations, licenses, consents and permits.
- 2.2.2 The Company may require applicants for service who intend to use the Company's offerings for resale and/or for shared use to file a letter with the Company confirming that their use of the Company's offerings complies with relevant laws and PSC regulations, policies, orders, and decisions.
- 2.2.3 The Company may require a Customer to immediately shut down its transmission of signals if said transmission is causing interference to others.
- 2.2.4 A customer, joint user, or authorized user may not assign, or transfer in any manner, the service or any rights associated with the service without the written consent of the Company. The Company will permit a Customer to transfer its existing service to another entity if the existing Customer has paid all charges owed to the Company for regulated communications services. Such a transfer will be treated as a disconnection of existing service and installation of new service, and non-recurring installation charges as stated in this tariff will apply.

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REGULATIONS (Cont'd)

2.3 Obligations of the Customer

2.3.1 General

The Customer shall be responsible for:

- A. the payment of all applicable charges pursuant to this tariff;
- B. damage to or loss of the Company's facilities or equipment caused by the acts or omissions of the Customer; or the noncompliance by the Customer, with these regulations; or by fire or theft or other casualty on the Customer Premises, unless caused by the negligence or willful misconduct of the employees or agents of the Company;
- C. providing at no charge, as specified from time to time by the Company, any needed personnel, equipment space and power to operate Company facilities and equipment installed on the premises of the Customer Premises, and the level of heating and air conditioning necessary to maintain the proper operating environment on such premises;
- D. complying with all laws and regulations applicable to, and obtaining all consents, approvals, licenses and permits as may be reasonably required with respect to, the location of Company facilities and equipment in any Customer premises or the rights-of-way for which Customer is responsible and granting or obtaining permission for Company agents or employees to enter the premises of the Customer at any reasonable time for the purpose of installing, inspecting, maintaining, repairing, or upon termination of service as stated herein, removing the facilities or equipment of the Company;
- E. not creating or allowing to be placed any liens or other encumbrances on the Company's equipment or facilities;
- F. making Company facilities and equipment available periodically for maintenance purposes at a time agreeable to both the Company and the Customer. No allowance will be made for the period during which service is interrupted for such purposes; and,

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REGULATIONS (Cont'd)

2.3 Obligations of the Customer (Cont'd)

2.3.1 General (Cont'd)

- G. any and all costs associated with the obtaining and maintaining the rights-of-way described herein, including the costs of altering the structure to permit installation of the Company-provided facilities, shall be borne entirely by, or may be charged by the Company subject to, the Customer's prior approval. The Company may require the Customer to demonstrate its compliance with this section prior to accepting an order for service;
- H. providing a safe place to work and complying with all laws and regulations regarding the working conditions on the premises at which Company employees and agents shall be installing or maintaining the Company's facilities and equipment. The Customer may be required to install and maintain Company facilities and equipment within a hazardous area if, in the Company's opinion, injury or damage to the Company employees or property might result from installation or maintenance by the Company. The Customer shall be responsible for identifying, monitoring, removing and disposing of any hazardous material (e.g. friable asbestos) prior to any construction or installation work;

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Local Exchange Telephone Service

REGULATIONS (Cont'd)

2.3 Obligations of the Customer (Cont'd)

2.3.2 Claims

With respect to any service or facility provided by the Company, Customer shall indemnify, defend and hold harmless the Company from and against all claims, actions, damages, liabilities, costs and expenses, including reasonable attorney's fees for:

- A. any loss, destruction or damage to property of the Company or any third party, or the death or injury to persons, including, but not limited to, employees or invitees of either party, to the extent caused by or resulting from the negligent or intentional act or omission of the Customer, its employees, agents, representatives or invitees; or
- B. any claim, loss, damage, expense or liability for infringement of any copyright, patent, trade secret, or any proprietary or intellectual property right of any third party, arising from any act or omission by the Customer, including, without limitation, use of the Company's services and facilities in a manner not contemplated by the agreement between Customer and Company.

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REGULATIONS (Cont'd)

2.4 Customer Equipment and Channels

2.4.1 General

A User may transmit or receive information or signals via the facilities of the Company. The Company's services are designed primarily for the transmission of voice-grade telephonic signals, except as otherwise stated in this tariff. A User may transmit any form of signal that is compatible with the Company's equipment, but the Company does not guarantee that its services will be suitable for purposes other than voice-grade telephonic communication except as specifically stated in this tariff.

2.4.2 Station Equipment

- A. Terminal equipment on the User's Premises and the electric power consumed by such equipment shall be provided by and maintained at the expense of the User. The User is responsible for the provision of wiring or cable to connect its terminal equipment to the Company Point of Connection.
- B. The Customer is responsible for ensuring that Customer-provided equipment connected to Company equipment and facilities is compatible with such equipment and facilities. The magnitude and character of the voltages and currents impressed on Company-provided equipment and wiring by the connection, operation, or maintenance of such equipment and wiring shall be such as not to cause damage to the Company-provided equipment and wiring or injury to the Company's employees or to other persons. Any additional protective equipment required to prevent such damage or injury shall be provided by the Company at the Customer's expense.

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REGULATIONS (Cont'd)

2.4 Customer Equipment and Channels (Cont'd)

2.4.3 Interconnection of Facilities

- A. Any special interface equipment necessary to achieve compatibility between the facilities and equipment of the Company used for furnishing Communications Services and the channels, facilities, or equipment of others shall be provided at the Customer's expense subject to the Customer's approval.
- B. Communications Services may be connected to the services or facilities of other communications carriers only when authorized by, and in accordance with, the terms and conditions of the tariffs of the other communications carriers which are applicable to such connections.
- C. Facilities furnished under this tariff may be connected to customer provided terminal equipment in accordance with the provisions of this tariff. All such terminal equipment shall be registered by the Federal Communications Commission pursuant to Part 68 of Title 47, Code of Federal Regulations; and all User-provided wiring shall be installed and maintained in compliance with those regulations.
- D. Users may interconnect communications facilities that are used in whole or in part for interstate communications to services provided under this tariff only to the extent that the user is an "end user" as defined in Section 69.2(m), Title 47, Code of Federal Regulations (1992 edition).

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REGULATIONS (Cont'd)

2.4 Customer Equipment and Channels (Cont'd)

2.4.4 Inspections

- A. Upon suitable notification to the Customer, and at a reasonable time, the Company may make such tests and inspections as may be necessary to determine that the Customer is complying with the requirements set forth in Section 2.4.2.B for the installation, operation, and maintenance of Customer-provided facilities, equipment, and wiring in the connection of Customer-provided facilities and equipment to Company-owned facilities and equipment.
- B. If the protective requirements for Customer-provided equipment are not being complied with, the Company may take such action as it deems necessary to protect its facilities, equipment, and personnel. The Company will notify the Customer promptly if there is any need for further corrective action. Within ten days of receiving this notice, the Customer must take this corrective action and notify the Company of the action taken. If the Customer fails to do this, the Company may take whatever additional action is deemed necessary, including the suspension of service, to protect its facilities, equipment and personnel from harm.

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REGULATIONS (Cont'd)

2.5 Payment Arrangements

2.5.1 Payment for Service

The Customer is responsible for the payment of all charges for facilities and services furnished by the Company to the Customer and to all Users authorized by the Customer, regardless of whether those services are used by the Customer itself or are resold to or shared with other persons.

2.5.2 Billing and Collection of Charges

- A. Non-recurring charges are due and payable from the Customer within 30 days after the invoice date.
- B. The Company shall present invoices for Recurring Charges monthly to the Customer, in advance of the month in which service is provided, and Recurring Charges shall be due and payable within 30 days after the invoice date. Usage charges will be billed after the month in which the charges are incurred. Charges will be due and payable within 30 days after the invoice date.
- C. When service does not begin on the first day of the month, or end on the last day of the month, the charge for the fraction of the month in which service was furnished will be calculated on a pro rate basis. For this purpose, every month is considered to have 30 days.
- D. Billing of the Customer by the Company will begin on the Service Commencement Date, which is the first day following the date on which the Company notifies the Customer that the service or facility is available for use, except that the Service Commencement Date may be postponed by mutual agreement of the parties, or if the service or facility does not conform to standards set forth in this tariff or the Service Order. Billing accrues through and includes the day that the service, circuit, arrangement or component is discontinued.

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REGULATIONS (Cont'd)

2.5 Payment Arrangements (Cont'd)

2.5.2 Billing and Collection of Charges (Cont'd)

- E. If any portion of the payment is not received by Company, or if any portion of the payment is received by the Company in funds that are not immediately available, within 20 days of the mail date on the bill, then a late payment penalty will be due to the Company. The late penalty will be that portion of the payment not received by the date due minus any charges billed as local taxes multiplied by 1.5 % per month.

2.5.3 Advance Payments

To safeguard its interests, the Company may require a Customer to make an advance payment before services and facilities are furnished where special construction is involved. The advance payment will not exceed an amount equal to the nonrecurring charges for the service or facility. In addition, where special construction is involved, the advance payment may also include an amount equal to the estimated non-recurring charges for the special construction and recurring charges (if any) for a period to be set between the Company and the Customer. The advance payment will be credited to the Customer's initial bill. An advance payment may be required in addition to a deposit.

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REGULATIONS (Cont'd)

2.5 Payment Arrangements (Cont'd)

2.5.4 Deposits

- A. To safeguard its interests, the Company may require a deposit from Customers to protect against uncollectible accounts. A deposit does not relieve the Customer of the responsibility to make timely payments on the account with the Company. A deposit may be required in addition to an advance payment.
- B. The maximum amount of any deposit shall not exceed the equivalent of the customers estimated liability for two months.
- C. The Company will pay interest on deposits held longer than one (1) year or longer, to accrue from the date the deposit is made until it has been refunded, or until a reasonable effort has been made to effect refund. Deposits held will accrue interest at a rate specified by the Tennessee Service Commission.
- D. At the option of the Customer making a security deposit, the Company shall annual make either direct payment to the Customer of all accrued interest, or shall credit same to the Customer's account.
- E. Residential Customers' deposit will not be held longer than one year and all other deposits should not be held longer than two years provided the Customer has established satisfactory credit during that time.
- F. When the Company requires a deposit from any residential Customer, the Customer may pay the deposit in three consecutive equal monthly payments whenever the total amount of the required deposit exceeds forty dollars (\$40).
- G. When a service or facility is discontinued, the amount of a deposit, if any, will be applied to the Customer's account and any credit balance remaining will be refunded. Before the service or facility is discontinued, the Company will refund the deposit or credit it to the Customer's account.

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REGULATIONS (Cont'd)

2.5 Payment Arrangements (Cont'd)

2.5.5 Discontinuance of Service

- A. Upon nonpayment of any amounts owing to the Company, the Company may, by giving five (5) days' prior written notice to the Customer, discontinue or suspend service without incurring any liability.
- B. Upon violation of any of the other material terms or conditions for furnishing service the Company may, by giving 30 days' prior notice in writing to the Customer, discontinue or suspend service without incurring any liability if such violation continues during that period.
- C. Upon condemnation of any material portion of the facilities used by the Company to provide service to a Customer or if a casualty renders all or any material portion of such facilities inoperable beyond feasible repair, the Company, by notice to the Customer, may discontinue or suspend service without incurring any liability.
- D. Upon the Customer's insolvency, assignment for the benefit of creditors, filing for bankruptcy or reorganization, or failing to discharge an involuntary petition within the time permitted by law, the Company may immediately discontinue or suspend service without incurring any liability.
- E. Upon any governmental prohibition or required alteration of the services to be provided or any violation of an applicable law or regulation, the Company may immediately discontinue service without incurring any liability.
- F. Upon the Company's discontinuance of service to the Customer under Section 2.5.5.A or 2.5.5.B, the Company, in addition to all other remedies that may be available to the Company at law or in equity or under any other provision of this tariff, may declare all future monthly and other charges which would have been payable by the Customer during the remainder of the term for which such services would have otherwise been provided to the Customer to be immediately due and payable (discounted to present value at six percent).

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REGULATIONS (Cont'd)

2.5 Payment Arrangements (Cont'd)

2.5.6 Cancellation of Application for Service

- A. Applications for service are noncancellable unless the Company otherwise agreed. Where the Company permits Customer to cancel an application for service prior to the start of service or prior to any special construction, no charges will be imposed except for those specified below.
- B. Where, prior to cancellation by the Customer, the Company incurs any expenses in installing the service or in preparing to install the service that it otherwise would not have incurred, a charge equal to the costs the Company incurred, less net salvage, shall apply, but in no case shall this charge exceed the sum of the charge for the minimum period of services ordered, including installation charges, and all charges others levy against the Company that would have been chargeable to the Customer had service begun (all discounted to present value at six percent).
- C. Where the Company incurs any expense in connection with special construction, or where special arrangements of facilities or equipment have begun, before the Company receives a cancellation notice, a charge equal to the costs incurred, less net salvage, applies. In such cases, the charge will be based on such elements as the cost of the equipment, facilities, and material, the cost of installation, engineering, labor, and supervision, general and administrative expense, other disbursements, depreciation, maintenance, taxes, provision for return on investment, and any other costs associated with the special construction or arrangements.
- D. The special charges described in 2.5.6.A through 2.5.6.C will be calculated and applied on a case-by-case basis.

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REGULATIONS (Cont'd)

2.5 Payment Arrangements (Cont'd)

2.5.7 Changes in Service Requested

If the Customer makes or requests material changes in circuit engineering, equipment specifications, service parameters, premises locations, or otherwise materially modifies any provision of the application for service, the Customer's installation fee shall be adjusted accordingly.

2.5.8 Taxes

The Customer is responsible for the payment of Federal excise taxes, state and local sales and use taxes and similar taxes imposed by governmental jurisdictions, all of which shall be separately designated on the Company's invoices.

2.5.9 Disputed Bills

The Customer shall notify the Company of any disputed items on an invoice within 30 days of receipt of the invoice. Customer has the option to address concerns with the Tennessee Public Service Commission at:

Tennessee Public Service Commission
460 James Robertson Parkway
Nashville, TN 37243

Or the Customer may reach the Company through its Consumer Assistance Hotline at: 1-877-627-2767.

2.5.10 Returned Check Charge

The Customer will be assessed a returned check charge of \$20.00 for each check submitted by the Company that a financial institution refuses to honor.

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REGULATIONS (Cont'd)

2.6 Allowances for Interruptions in Service

Interruptions in service, which are not due to the negligence of, or noncompliance with the provisions of this tariff by, the Customer or the operation or malfunction of the facilities, power or equipment provided by the Customer, will be credited to the Customer as set forth in 2.6.1 for the part of the service that the interruption affects.

2.6.1 Credit for Interruptions

- A. A credit allowance will be made when an interruption occurs because of a failure of any component furnished by the Company under this tariff. An interruption period begins when the Customer reports a service, facility or circuit to be interrupted and releases it for testing and repair. An interruption period ends when the service, facility or circuit is operative. If the Customer reports a service, facility or circuit to be inoperative but declines to release it for testing and repair, it is considered to be impaired, but not interrupted.
- B. For calculating credit allowances, every month is considered to have 30 days. A credit allowance for fixed recurring fees only is applied on a pro rate basis against the rates specified hereunder and is dependent upon the length of the interruption. Only those facilities on the interrupted portion of the circuit will receive a credit.

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REGULATIONS (Cont'd)

2.6 Allowances for Interruptions in Service (Cont'd)**2.6.1** Credit for Interruptions (Cont'd)

- C. A credit allowance will be given for interruptions of 30 minutes or more. Credit allowances shall be calculated as follows:

Interruptions of 24 Hours or Less

<u>Length of Interruption</u>	<u>Interruption Period To Be Credited</u>
Less than 30 minutes	None
30 minutes up to but not including 3 hours	1/10 Day
3 hours up to but not including 6 hours	1/5 Day
6 hours up to but not including 9 hours	2/5 Day
9 hours up to but not including 12 hours	3/5 Day
12 hours up to but not including 15 hours	4/5 Day
15 hours up to but not including 24 hours	One Day

Two or more interruptions of 15 minutes or more during any one 24-hour period shall be considered as one cumulative interruption.

Interruptions Over 24 Hours and Less Than 72 Hours. Interruptions over 24 hours and less than 72 hours will be credited 1/5 day for each 3-hour period or fraction thereof. No more than one full day's credit will be allowed for any period of 24 hours.

Interruptions Over 72 Hours. Interruptions over 72 hours will be credited 2 days for each full 24-hour period. No more than 30 days credit will be allowed for any one month period.

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REGULATIONS (Cont'd)

2.6 Allowances for Interruptions in Service (Cont'd)

2.6.2 Limitations on Allowances

No credit allowance will be made for interruptions:

- A. due to the negligence of, or noncompliance with the provisions of this tariff by, the Customer, authorized user, joint user, or other common carrier providing service connected to the service of the Company;
- B. due to the negligence of any person other than the Company, including but not limited to the Customer or other common carriers connected to the Company's facilities, except when contracted by the Company;
- C. due to the failure or malfunction of non-Company equipment, except when contracted by the Company;
- D. of service during any period in which the Company is not given full and free access to its facilities and equipment for the purpose of investigating and correcting interruptions;
- E. of service during a period in which the Customer continues to use the service on an impaired basis;
- F. of service during any period when the Customer has released service to the Company for maintenance purposes or for implementation of a Customer order for a change in service arrangements; and
- G. of service due to circumstances or causes beyond the reasonable control of Company.

2.6.3 Cancellation For Service Interruption

Cancellation or termination for service interruption is permitted only if any circuit experiences a single continuous outage of 8 hours or more or cumulative service credits equaling 16 hours in a continuous 12-month period. The right to cancel service under this provision applies only to the single circuit which has been subject to the outage or cumulative service credits.

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REGULATIONS (Cont'd)

2.7 Use of Customer's Service by Others

2.7.1 Resale and Sharing

Any service provided under this tariff may be resold to or shared with other persons at the option of Customer, subject to compliance with any applicable laws or Tennessee Public Service Commission regulations governing such resale or sharing. Customer remains solely responsible for all use of services ordered by it or billed to its telephone number(s) pursuant to this tariff, for determining who is authorized to use its services, and for notifying the Company of any unauthorized use.

2.7.2 Joint Use Arrangements

Joint use arrangements will be permitted for all services provided under this tariff. From each joint use arrangement, one member will be designated as the Customer responsible for the manner in which the joint use of the service will be allocated. The Company will accept orders to start, rearrange, relocate, or discontinue service only from the Customer. Without affecting the Customer's ultimate responsibility for payment of all charges for the service, each joint user shall be responsible for the payment of the charges billed to it.

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REGULATIONS (Cont'd)

2.8 Cancellation of Service

If a Customer cancels a Service Order or terminates services before the completion of the term for any reason whatsoever other than a service interruption (as defined in 2.6.1 above), Customer agrees to pay to Company the following sums which shall become due and owing as of the effective date of the cancellation or termination and be payable within the period set forth in 2.5.2: all costs, fees and expenses reasonably incurred in connection with:

- 2.8.1 all Non-Recurring charges reasonably expended by Company to establish service to Customer, plus
- 2.8.2 any disconnection, early cancellation or termination charges reasonably incurred and paid to third parties by Company on behalf of Customer, plus
- 2.8.3 all Recurring Charges specified in the applicable Service Order Tariff for the balance of the then current term.

2.9 Transfers and Assignments

Neither the Company nor the Customer may assign or transfer its rights or duties in connection with the services and facilities provided by the Company without the written consent of the other party, except that the Company may assign its rights and duties (a) to any subsidiary, parent company or affiliate of the Company, (b) pursuant to any sale or transfer of substantially all the assets of the Company; or (c) pursuant to any financing, merger or reorganization of the Company.

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REGULATIONS (Cont'd)

2.10 Notices and Communications

- 2.10.1 The Customer shall designate on the Service Order an address to which the Company shall mail or deliver all notices and other communications, except that Customer may also designate a separate address to which the Company's bills for service shall be mailed.
- 2.10.2 The Company shall designate on the Service Order an address to which the Customer shall mail or deliver all notices and other communications, except that Company may designate a separate address on each bill for service to which the Customer shall mail payment on that bill.
- 2.10.3 All notices or other communications required to be given pursuant to this tariff will be in writing. Notices and other communications of either party, and all bills mailed by the Company, shall be presumed to have been delivered to the other party on the third business day following placement of the notice, communication or bill with the U.S. Mail or a private delivery service, prepaid and properly addressed, or when actually received or refused by the addressee, whichever occurs first.
- 2.10.4 The Company or the Customer shall advise the other party of any changes to the addresses designated for notices, other communications or billing, by following the procedures for giving notice set forth herein.

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REGULATIONS (Cont'd)

2.11 Operator Services Rules

2.11.1 The Company will enforce the following operator service rules:

A provider of intrastate operator assisted communications services must:

- A. identify itself at the time the end-user accesses its services;
- B. upon request, quote all rates and charges for its services to the end-user accessing its system;
- C. arrange to have posted in plain view at each telephone location which automatically accesses the operator service provider's network and where its services are made available to the public or transient end-users:
 - 1. the operator service provider's name and address;
 - 2. bill and service dispute calling information including the operator service provider's dispute resolution phone number;
 - 3. clear and specific instructions informing the end-user how to access a local exchange telephone company operator as an alternative available to the end-user; and
 - 4. notice concerning any and all amounts to be billed by the operator services provider on behalf of any host location or third party which will appear on the operator service provider's bill for services rendered.
 - 5. in instances when the provider is unable to complete the call and it requires transfer to another telephone corporation which may affect the rates and charges applicable to the telephone bill, inform the caller of the transfer and its possible effect on the applicable rates and charges, before any charges are incurred; and

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Local Exchange Telephone Service

REGULATIONS (Cont'd)

2.11 Operator Services Rules (Cont'd)

2.11.1 (Cont'd)

C. (Cont'd)

6. in the case of such transfer, the telephone corporation or provider to which the call is transferred shall identify itself and inform the caller of the transfer's effect on the applicable rates and charges, before any charges are incurred.

2.11.2 The Company will comply with the following provisions:

Providers of intrastate operator assisted communications services shall not take any action or enter into any arrangement which restricts end-user selection among competing interexchange telephone corporations or end users access to competing providers of intrastate operator assisted communications services, or pay any commissions or other compensation to any entity engaged in such action or arrangement.

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Local Exchange Telephone Service

SERVICE OFFERINGS3.1 Local Exchange Service

3.1.1 General

- A. Rates for Basic Local Exchange Service are related to the total number of main station lines and PBX trunks in the Local Calling Area.
- B. Individual Residence and Business Main Station Line Service are comprised of serving central office line equipment and all outside plant facilities needed to connect the serving central office with the customer premises at the demarcation point. These facilities are Company-provided and maintained and provide access to and from the telecommunications network for message toll service and for local calling appropriate to the tariffed use offering selected by the customer.

3.1.2 Rate Group Definitions

Rate Group Definitions: Rate groups include total main station lines and PBX trunks.

<u>Group</u>	<u>Exchange Access Lines and PBX Trunks in Local Calling Area</u>
1	0 - 12,000
2	12,001 - 27,000
3	27,001 - 85,000
4	85,001 - 300,000
5	300,001 - 500,000

3.1.3 Flat Rate Schedule

The following schedule of monthly rates is applicable to Flat Rate main Station Line Service and Residential and Business Trunk-Flat line service.

<u>Group</u>	<u>Residential</u>	<u>Business</u>
1	\$7.55	\$27.05
2	\$8.50	\$30.80
3	\$9.05	\$32.75
4	\$11.85	\$39.05
5	\$12.15	\$39.70

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SERVICE OFFERINGS (Cont'd)

3.1 Local Exchange Service (Cont'd)

3.1.4 Measured Rate Schedule

- A. The following schedule of monthly rates is applicable to Individual Line or Trunk Measured Rate Service in locations where facilities are available.

1. Usage Charges

<u>Group</u>	<u>Residential</u>		
	<u>Low Use</u>	<u>Standard</u>	<u>Business</u>
1	\$3.00	\$5.30	\$18.95
2	\$3.40	\$5.95	\$21.55
3	\$3.60	\$6.35	\$22.95
4	\$4.75	\$8.30	\$27.35
5	\$4.85	\$8.50	\$27.80

2. Usage Allowance

a.	Low Use Residential Service	\$1.00
b.	Standard Residential Service	\$7.50
c.	Business Service	\$10.00

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SERVICE OFFERINGS (Cont'd)

3.1 Local Exchange Service (Cont'd)

3.1.4 Measured Rate Schedule (Cont'd)

- B. The following schedule of monthly rates is applicable to Individual Line Message Rate Main Station Line Service in locations where facilities are available.

1. A local message charge applies in addition to the rates shown for Residential and Business Message Rate Individual Line Service.

Additional Local Message Charge, per call \$0.10

2. Residential and Business Individual Line Service. Rate groups include Main Station Lines and PBX Trunks.

<u>Group</u>	<u>Residential</u>	<u>Business</u>
1	\$3.80	\$23.95
2	\$4.25	\$23.95
3	\$4.55	\$23.95
4	\$5.95	\$29.05
5	\$6.10	\$29.75

3. The monthly rates stated preceding include an allowance for dialed sent paid local calls.

Residential Allowance \$3.00

Business Allowance \$7.50

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SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI**

3.2.1 Definitions

B Channel—A 64 kbps digital message path capable of transporting voice and data.

Clear Channel—Provides for the full utilization of the 64 kbps bandwidth of a B channel. The line code used to provide 64 kbps clear channel capability is bipolar with 8 zero substitution, as specified in TR-NWT-000499.

D Channel—A 64 kbps digital message path used for signaling and control of the B channels.

ISDN Primary Service DID Telephone Numbers— Blocks of 100 consecutive telephone numbers for provision of Direct Inward Dialing (DID).

3.2.2 Description

- A. ISDN PRI Service provides access to the Company's voice and circuit switched data transport services via a 1.544 Mbps digital path between ISDN compatible customer premises equipment and an ISDN equipped central office. ISDN primary includes DID which permits incoming dialed calls from the network to reach a specific station line of a Private Branch Exchange (PBX) or other customer premises equipment without the assistance of an attendant.
- B. ISDN primary is offered on a measured local service basis and on an unlimited local service basis where unlimited PBX service is available. No local usage allowance is provided.
- C. ISDN primary may be provided from the customer's normal central office, or from a foreign exchange or foreign central office, subject to the availability of facilities.
- D. ISDN primary is offered only from suitably equipped central offices, subject to availability of facilities.

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SERVICE OFFERINGS (Cont'd)

3.2 ISDN PRI (Cont'd)

3.2.3 Service Components

- A. Primary Port— An ISDN primary port provides the termination of the local distribution channel in the central office switch. Each port consists of a D channel for signaling and up to 23 B channels for transmission of voice and circuit switched data calls.
- B. Local Distribution Channel—A 1.544 Mbps two-way transmission path connecting a customer's premises with the port.
- C. DID Capability is furnished upon the condition that the customer must subscribe to and have adequate facilities to permit the use of service without injurious effect on general telephone service. ISDN primary DID numbers will be provided only in blocks of 100 consecutive numbers. These minimums apply whether or not the customer utilizes all the ISDN primary DID telephone numbers in the group.

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Local Exchange Telephone Service

SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI** (Cont'd)

3.2.4 Primary Service Capabilities

The following capabilities are supported on the B channels. Voice and circuit switched data capabilities can be combined over the ISDN primary port and local distribution channel.

A. Standard Features

1. Circuit Switched Voice provides digitized speech or voice band data access in conjunction with existing services including local exchange service, Message telecommunications Service (MTS), and DTFS.
2. Circuit Switched Data allows for the origination and termination of bi-directional circuit switched data calls at data rates of 56 Kpbs or 64 K (Clear Channel Capability). Circuit switched data calls may not be received on a B channel dedicated to DTFS or on a call-by-call B channel with an indication of DTFS.
3. Call-by-Call Service Selection allows the customer to specify, on a call-by-call basis via D channel signaling, the bearer capability (circuit switched voice or circuit switched data) for calls originated over ISDN primary. The customer will also be notified on a call-by-call basis via D channel signaling, of the bearer capability and voice call type (Exchange, MTS or 800 service) for calls terminating over ISDN primary.

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SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI** (Cont'd)

3.2.4 Primary Service Capabilities (Cont'd)

B. Optional Features

1. Incoming Calling Line Identification provides the calling number of an incoming call if both the ISDN primary customer and the originator of the call are served from the same central office switch or served from different central office switches which are connected by facilities that can send the calling party's number between the switches.
2. Channel Configuration allows some or all B channels to be dedicated to exchange and MTS, DID, or DTFS. Multiple dedicated trunk groups can be established on the same port or group of ports. The customer must specify at the time of ordering, the number of dedicated B channels and their specific purpose.
3. Multiple Facility Signaling Control (MFSC) allows the D channel of one ISDN primary port to provide signaling for up to 19 other ISDN primary ports. The ports must all be served by the same central office switch and must all serve the same customer premise equipment. This feature is provided in conjunction with the backup D channel optional feature.
4. Backup D Channel allows a channel of an ISDN primary port to serve as a backup or standby D channel in case of the failure of the D channel of another ISDN primary port. This feature can only be provisioned in conjunction with the MFSC optional feature. The backup D channel cannot be used as a B channel and can back up only one primary D channel.
5. Intercom Capability allows completion of calls between an ISDN primary service customer and other digital centrex or ISDN primary service locations within the same subscriber network. Usage charges do not apply to intercom use. This feature is provided per channel.

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SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI** (Cont'd)

3.2.4 Primary Service Capabilities (Cont'd)

B. Optional Features (Cont'd)

6. Network Ring Again allows a calling station which encounters a busy signal within the subscriber network to be notified by the central office switch when the called station becomes idle. The calling station can then automatically redial the call. This feature is provided per controlling D channel.

3.2.5 Regulations

- A. The customer must specify, at the time of ordering, the number of call-by-call service selection B channels and the number of dedicated channels (if any) to be activated. Rates and charges apply for changes in the number or type of activated channels, made subsequent to the time of ordering.
- B. A customer provided channel service unit or equivalent functionality is required at each termination of an ISDN primary service local distribution channel on the customer's premises. The channel service unit must be compatible with the extended superframe framing format and the bipolar with 8 zero substitution line code.
- C. Customer provided switching systems must be arranged to provide for the interception of assigned but unused station numbers, including vacant station number groups as required.
- D. Minimum Service Period for the ISDN primary port and local distribution channel is one year. The minimum service period for ISDN primary DID numbers is one month. When a customer served from an FX or FCO requests that service be provided from their normal serving central office when facilities permit, a new minimum service period becomes effective when service is established at the normal central office.

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SERVICE OFFERINGS (Cont'd)

3.2 ISDN PRI (Cont'd)

3.2.6 Application of Rates and Charges

- A. All local messages are provided at local usage charges for measured business service.
- B. Voice usage generated by using ISDN primary will be charged in accordance with the usage rates for the associated service(s). Circuit switched data usage will be charge in accordance with the usage rates for circuit switched data transport.
- C. Unlimited local usage, per call-by-call B channel or dedicated exchange/MTS B channel is charged for as specified for business trunks in the exchange of connection.
- D. Where a customer chooses to have ISDN primary provided on a foreign exchange or foreign central office basis, the rate for a 1.544 Mbps interoffice charnel applies.
- E. Initial and additional local distribution channels are provided at the monthly rates for local distribution channels. The nonrecurring charge for the initial local distribution channel is the same as the nonrecurring charge specified for local distribution channels.
- F. An ISDN primary customer served from a foreign exchange or foreign central office may request to have service provided from the customer's normal central office when facilities become available in the normal central office without application of nonrecurring charges.

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SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI** (Cont'd)

3.2.7 Rates and Charges

- A. ISDN PRI Access Line - Access Line is furnished between a serving wire center and the customer's premises.

	<u>Non-Recurring</u>	<u>Monthly</u>
Month-to-Month	\$875.00	\$140.00
24 to 48 Months	\$875.00	\$130.00
49 to 72 Months	\$875.00	\$120.00

- B. ISDN PRI will be available in combinations of channels according to the limits of the Company central office type. Customers will choose the most appropriate combinations and will be billed for the services accordingly.

1. Primary Rate ISDN Interface, each

	Non Recurring <u>Charge</u>	<u>Month to Month</u>	<u>24 to 48 Months</u>	<u>49 to 72 Months</u>
(a) Voice/Data (Standard)	\$110.00	\$400.00	\$375.00	\$340.00
(b) Digital Data Only Option	\$110.00	\$400.00	\$375.00	\$340.00
(c) Inward Data Option	\$110.00	\$400.00	\$375.00	\$340.00
(d) Inward Data Option with Extended Reach Service – Dedicated Route	\$110.00	\$400.00	\$375.00	\$340.00
(e) Inward Data Option with Extended Reach Service – Final Route	\$110.00	\$400.00	\$375.00	\$340.00

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SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI** (Cont'd)

3.2.7 Rates and Charges (Cont'd)

B. (Cont'd)

2. BellSouth Primary Rate ISDN B-Channels, each

	Non Recurring <u>Charge</u>	Month to Month	24 to 48 Months	49 to 72 Months
(a) Voice/Data (Standard)	\$5.00	\$57.10	\$52.25	\$47.75
(b) Digital Data Only Option	\$5.00	\$28.85	\$26.15	\$23.85
(c) Inward Data Option	\$5.00	\$41.00	\$38.35	\$36.00
(d) Inward Data Option with Extended Reach Service – Dedicated Route	\$5.00	\$50.00	\$46.00	\$42.00
(e) Inward Data Option with Extended Reach Service – Final Route	\$5.00	\$67.00	\$62.00	\$57.00

3. Telephone Numbers for Flat Rate ISDN PRI Voice/Data and
Digital Data Only options

	<u>Monthly Charge</u>
Per telephone number requested inward and 2-way	\$0.20

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SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI** (Cont'd)

3.2.7 Rates and Charges (Cont'd)

B. (Cont'd)

4. Telephone Numbers for ISDN PRI Inward Data Option

	<u>Monthly Charge</u>
(a) Each telephone number requested inward only within standard allowance	\$0.20
(b) Each telephone number requested inward only above standard allowance	\$20.00
(c) Each Remote Telephone Number requested inward only with Extended Reach Service – Dedicated Route	\$20.00
(d) Each Final Telephone Number requested inward only with Extended Reach Service	\$20.00
(e) Each Remote Telephone Number requested inward only with Extended Reach Service – Final Route	\$20.00

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SERVICE OFFERINGS (Cont'd)

3.2 **ISDN PRI** (Cont'd)

3.2.7 Rates and Charges (Cont'd)

- C. Service Rearrangements Charges - Service Rearrangement Charges are applicable for receiving and recording information and/or taking action in connection with a customer's Inside Move or transfer of service responsibility request or for processing the necessary data for a change on an existing ISDN PRI. Premises Visit Charges are applicable for inside moves. Only one Premises Visit Charge applies when more than one ISDN PRI Access Line is moved at the same premises at the same time.

1. Service Change and/or Inside Move, Per ISDN PRI Access Line

	<u>Non-Recurring Charge</u>
(a) Inside move or change requiring redesign of transmission facilities - Type 1	\$160.00

(b) Change involving central office translations and all other types of changes - Type 2	\$65.00
--	---------

2. Per Transfer of Responsibility and Record Orders

(a) Each	\$8.00
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3. Premises Visit Charge

(a) Per ISDN PRI Access Line moved in the same building	\$14.00
---	---------

4 Extended Reach Service (ERS) Rearrangement Charge

(a) Per ERS Primary Rate Interface	\$225.00
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SERVICE OFFERINGS (Cont'd)

3.3 Directory Assistance**3.3.1 General**

A Customer may obtain Local Directory Assistance in determining telephone numbers within its local calling area by calling the Directory Assistance operator. Directory Assistance includes the option for call completion to the requested number at an additional charge as stated below. Customer can obtain a maximum of two requested telephone numbers per Directory Assistance.

3.3.2 Rates and Charges

A. Each call to directory Assistance will be charged as follows:

1. Within the Company's local calling area for the originating line

Each Call	\$0.29
-----------	--------
2. Outside the Company's local calling and LATA/NPA serving areas for the originating line and within the State of Tennessee

Each Call	\$0.29
-----------	--------
3. Outside the State of Tennessee

Each Call	\$0.85
-----------	--------
4. Directory Assistance for Public (payphone) Service Providers

All calls to Directory Assistance, per call	\$0.30
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SERVICE OFFERINGS (Cont'd)

3.3 Directory Assistance (Cont'd)

3.3.2 Rates and Charges (Cont'd)

- B. Subscribers who have applied for and received Company certification as being unable to use a telephone directory due to a visual or physical disability which can be confirmed by a physician, appropriate group, or agency are exempt from charges for Directory Assistance calls when requesting telephone numbers of lines located within the Company's local calling area for the originating line. Written confirmation must be provided to the Company for this exemption to apply. Application procedures may be obtained by calling the local business office. This exemption is applicable exclusively to calls made by the individual from their line, or in the case of a business employing disabled person(s), from the line assigned to that individual(s). Usage will be monitored by the Company and is subject to review and investigation. Certification will be verified periodically. Confirmed, inappropriate use of the exemption could result in its removal.

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SERVICE OFFERINGS (Cont'd)

3.4 Directory Listings

The Company shall provide a single directory listing, termed the primary listing, in the telephone directory published by the local exchange provider in the Customer's exchange area of the Station number which is designated as the Customer's main billing number. Directory listing of additional Company Station numbers, other than the Customer's main billing number, associated with a Customer's service will be provided for an additional monthly recurring charge per listing.

- 3.4.1 The Company reserves the right to limit the length of any listing in the directory by the use of abbreviations when, in its judgment, the clearness of the listing or the identification of the Customer is not impaired thereby. When more than one line is required to properly list the Customer, no additional charge is made.
- 3.4.2 The Company may refuse a listing which is known not to constitute a legally authorized or adopted name, contains obscenities in the name, or any listing which, in the opinion of the Company, is likely to mislead or deceive calling persons as to the identity of the listed party, or is a contrived name used for advertising purposes or to secure a preferential position in the directory or is more elaborate than is reasonably necessary to identify the listed party. The Company, upon notification to the Customer, will withdraw any listing which is found to be in violation of its rules with respect thereto.
- 3.4.3 Each listing must be designated Government, Business, or Residence to be placed in the appropriate section of the directory. In order to aid the user of the directory, and to avoid misleading or deceiving the calling party as to the identity of the listed party, only business listings may be placed in the Business Section and only residential listings in the Residential Section. The Company, upon notification to the Customer, will withdraw any listing which is found to be in violation of its rules with respect thereto.
- 3.4.4 In order for listing to appear in an upcoming directory, the Customer must furnish the listing to the Company in time to meet the directory publishing schedule.

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SERVICE OFFERINGS (Cont'd)

3.4 Directory Listings (Cont'd)

3.4.5 Directory listings are provided in connection with each Customer service as specified herein.

- A. Primary Listing: A primary listing contains the name of the Customer, or the name under which a business is regularly conducted, as well as the address and telephone number of the Customer. This listing is provided at no additional charge.
- B. Additional Listings: In connection with local exchange service, additional listings are available only in the name of Authorized Users of the Customer's service, as defined herein.
- C. Non-published Listings that are not printed in directories or available from Directory Assistance. A Nonpublished Telephone Service will be furnished, at the Customer's request providing the omission or deletion of the Customer's telephone listing from the telephone directory and, in addition, the Customer's telephone listing will be omitted or deleted from the directory assistance records.
- D. Non-listed Numbers: A Non-listed number will be furnished at the Customer's request, providing for the omission or deletion of the Customer's listing from the telephone directory. Such listings will be carried in the Company's directory assistance and other records will be given to any calling party.
- E. Foreign Listings: Where available, a listing in a phone directory which is not in the Customer's immediate calling area. The Customer will be charged the rates specified in the tariff published by the specific exchange carrier providing the Foreign Listings.
- F. Alternate Call Listings: Where available, this feature is a listing which references a telephone number which is not the primary listing for the Customer. The Customer must provide written verification that the alternate telephone number is authorized to accept calls.

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SERVICE OFFERINGS (Cont'd)

3.4 Directory Listings (Cont'd)

3.4.5 Directory listings are provided in connection with each Customer service as specified herein. (Cont'd)

G. Reference Listing: A listing including additional telephone numbers of the same or another Customer to be called in the event there is not an answer from the Customer's telephone.

3.4.6 Rates and Charges

The Monthly Recurring Charges associated with Directory Listings are as follows:

	Residential Recurring Charge Per Listing or <u>Per Number Charge</u>	Business Recurring Charges Per Listing or <u>Per Number Charge</u>
Primary Listing	\$0	\$0
Additional Listing	\$1.20	\$1.80
Non Listed Number	\$1.30	-
Non Published Number	\$2.50	-
Foreign Directory Listing	\$1.20	\$1.80
Alternate Listing	\$1.80	\$1.80
Cross Reference Listing	\$1.20	\$1.80

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SERVICE OFFERINGS (Cont'd)

3.5 Operator Assistance

3.5.1 General

- A. A Customer may obtain the assistance of a local operator to complete local exchange telephone calls in the following manner.
1. Third Number Billing. Provides the Customer with the capability to charge a local call to a third number which is different from the called or calling party. The party answering at the third number has the option to refuse acceptance of the charges in advance or when queried by the operator.
 2. Collect Calls: Provides the Customer with the capability to charge a call to the called party. On the operator announcement of a collect call, the called party has the option to refuse acceptance of charges in advance or when queried by the operator.
 3. Calling Cards Provides the Customer with the capability to place a call using a calling card with or without the assistance of an operator.
 4. Person to Person: Calls completed with the assistance of an operator to a particular Station and person specified by the caller. The call may be billed to the called party.
 5. Station to Station: Calls completed with the assistance of an operator to a particular Station. The call may be billed to the called party.

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SERVICE OFFERINGS (Cont'd)

3.5 Operator Assistance (Cont'd)**3.5.2 Operator Assistance Charges**

A. For any completed message in the call classes listed following, a service charge will be applied as follows:

1. **Billing Surcharges**

	<u>Rate</u>
(a) Station-to-station customer dialed calling cards, each	\$0.50
(b) Station-to-station operator assisted sent paid, collect, third number, and non-customer dialed calling card calls, each	\$1.00
(c) Person-to-person operator assisted calls, each	\$2.00

2. **Operator Dialed Surcharge¹**

(a) Station-to-station operator assisted or person-to-person operator assisted calls (excluding those billed to calling cards) where the operator dials the terminating number, each	\$0.50
--	--------

3. **Partially Automated Surcharge²**

(a) Station-to-station operator assisted calls (including those billed to calling cards) where the customer dials the terminating number, and elects to have the operator handle billing, each	\$0.50
--	--------

Note 1: An Operator Dialed Surcharge is in addition to any applicable Billing Surcharge.

Note 2: A Partially Automated Surcharge is in addition to any applicable Billing Surcharge.

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SERVICE OFFERINGS (Cont'd)

3.5 Operator Assistance (Cont'd)

3.5.2 Operator Assistance Charges (Cont'd)

- B. In addition to applicable service charge(s), each local non-sent paid call originating from a payphone provider line and utilizing the Company's operator handling services will be rated at \$0.35.
- C. The following Operator Assisted Local Calls are exempted from the service charge:
 - 1. Calls to designated Company numbers for official telephone business.
 - 2. For emergency calls to agency type telephone numbers such as to those agencies of the federal, state or local government which have the capability and legal authority to provide aid in emergency situations and to any emergency medical number.
 - 3. Those cases where a Company operator provides assistance to:
 - a. Reestablish a call which has been interrupted after the called number has been reached.
 - b. Reach the called telephone number where facility problems prevent customer dial completion.
 - c. Place a non-coin, sent-paid call for a calling party who identifies himself as being handicapped and unable to dial the call because of his handicap.
 - 4. When the caller advises he has had service trouble in reaching the terminating number.

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SERVICE OFFERINGS (Cont'd)

3.5 Operator Assistance (Cont'd)

3.5.3 Busy Line Verification and Interrupt Service:

Busy Line Verification and Interrupt Service, which is furnished where and to the extent that facilities permit, provides the Customer with the following options:

- A. Busy Line Verification: Upon request of the calling party, the Company will determine if the line is clear or in use and report to the calling party.
- B. Busy line Verification with Interrupt The operator will interrupt the call on the called line only if the calling party indicates an emergency and requests interruption.
- C Rates

Rates for Busy Line Verification and Interrupt Service, as specified below, will apply under the following circumstance

- 1. The operator verifies that the line is busy with a call in progress or is available for incoming calls.
- 2. The operator verifies that the called number is busy with a call in progress and the Customer requests interruption. The operator will then interrupt the call, advising the called party the name of the calling party. One charge will apply for both verification and interruption.

Busy Line Verification	\$0.95
Busy Line Interrupt	\$1.40

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SERVICE OFFERINGS (Cont'd)

3.6 Service Charges

3.6.1 Definitions

Service Charge is a nonrecurring charge or charges applying to the ordering, installing, moving, changing, rearranging or furnishing of telecommunication services or facilities. Service Charges are categorized as:

Line Connection Charge
Line Change Charge
Secondary Service Charge
Premises Work Charge

Line Connection Charge applies for establishing an exchange access line or trunk. The charge includes service ordering, central office work, exchange access line work and a standard voice miniature six position network interface.

Line Change Charge applies per line to miscellaneous customer requested changes on existing service for, but not limited to, number change and suspend/restore.

Secondary Service Charge applies per customer request for the receiving, recording, and processing of customer requests to change services or add new or additional services.

Premises Work Charge is a nonrecurring charge based on the labor time and miscellaneous materials required to rearrange the drop wire, protector and/or network interface.

Network Interface is a FCC approved standard registration program jack which is used at the demarcation point as a means of connection between the telecommunications network and the customer's inside wire and/or equipment.

Point of demarcation and/or interconnection between Company communications facilities and the customer's terminal equipment, protective apparatus or wiring at a subscriber's premises. Company-installed facilities at, or constituting, the demarcation point shall consist of wire or a jack conforming to Subpart F of Part 68 of the Federal Communications Commission's rules.

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SERVICE OFFERINGS (Cont'd)

3.6 Service Charges (Cont'd)

3.6.2 Line Connection Charge Application

- A. The Line Connection Charge First Line is applicable if the customer is requesting only one line or for the first line if multiple lines are being ordered.
- B. On multiple line requests, the Line Connection Charge Additional Line applies for each additional line ordered after the first line per customer request.
- C. The Line Connection Charge applies for the connection of an exchange access line or trunk. The charge is applicable per exchange access line or trunk.

3.6.3 Line Change Charge Application

- A. The Line Change Charge First Line is applicable if the customer is requesting changes on only one line or for the first line if changes are being made on multiple lines.
- B. On multiple line requests, the Line Change Charge Additional Line applies for each additional line requested changed per customer request after the first line.
- C. If the Line Connection Charge First Line applies on a customer request, any additional Line Change Charges applicable for the same customer request will be billed at the Line Change Charge Additional Line rate.
- D. The Line Change Charge applies for each telephone number changed when requested by the customer.

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SERVICE OFFERINGS (Cont'd)

3.6 Service Charges (Cont'd)

3.6.4 Secondary Service Charge Application

- A. The Secondary Service Charge will not apply if a Line Connection Charge or Line Change Charge is applicable.
- B. The Secondary Service Charge applies for adding or rearranging Custom Calling Service and Remote Call Forwarding.
- C. The Secondary Service Charge applies for:
 - 1. Transfers of responsibility.
 - 2. Changing from residence to business service and vice versa. The business charge applies when changing to business and the residence charge applies when changing to residence. If the telephone number changes the Line Change Charge applies in lieu of the Secondary Service Charge.
 - 3. Rearrangement of drop wire, protector, and/or network interface. Additionally, Premises Work Charges will apply.
 - 4. Installing a Network Interface jack, at the customer's request, on existing service. Additionally, Premises Work Charges will apply.
 - 5. Changing call referrals to another number at the customer's request.

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SERVICE OFFERINGS (Cont'd)

3.6 Service Charges (Cont'd)

3.6.5 Premises Work Charge Application

- A. The appropriate Line Connection Charge, Secondary Service Charge or Line Change Charge applies in addition to the Premises Work Charge.
- B. Premises Work Charges apply per customer request, per Company employee performing billable work on the customer's premises. The sum of their time is used to determine the number of 15-minute increments to be billed. Only one initial increment is to be billed per customer request except when the customer specifically requests more employees than the Company would normally dispatch. Where additional employees are specifically requested by the customer, the initial increment charge will also apply per additional Company employee specifically requested.
- C. Premises Work Charges apply for, but not limited to, rearrangement of drop wire, protector and/or network interface.
- D. The charge for a Network Interface jack applies in addition to the appropriate Premises Work Charges for installing a Network Interface at the customer's request on existing service.

3.6.6 Service Charge Exceptions

- A. Service Charges do not apply for:
 - 1. Changing from flat, measured or message rate basic service
 - 2. The move from a premises which has been destroyed or made untenable by a disaster such as a hurricane, tornado, fire, flood, etc., when equivalent service is established, at the new/temporary location or for the move back to the original location.
 - 3. Changing telephone numbers when such changes are necessary for continuation of satisfactory service.
 - 4. Requests for full or partial disconnection.

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SERVICE OFFERINGS (Cont'd)

3.6 Service Charges (Cont'd)

3.6.6 Service Charge Exceptions (Cont'd)

- B. When a customer's request is provided:
1. In accordance with a promotional waiver, additional service subject to an equal or lesser Service Charge may be made a part of the promotional service request. Charges for Line Connection, Line Change, or Premises Work will apply, if applicable, for additional service.
 2. In accordance with the Service Charge waivers listed in preceding, additional features or services subject to the Secondary Service Charge may be made a part of the waiver service request.
- C. Service charges for connection, move or change do not apply to telephone service previously provided over a Government System in military housing where there is no break in the continuity of service.

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SERVICE OFFERINGS (Cont'd)

3.6 **Service Charges** (Cont'd)

3.6.7 Rates and Charges

	<u>Residence</u>	<u>Business</u>
A. Line Connection Charge.		
Applies per exchange access line or trunk		
1. First Line, per Customer's request	\$41.50	\$58.50
2. Additional Line, each	\$18.00	\$31.00
B. Line Change Charge.		
Applies per exchange access line or trunk		
1. First Line, per Customer's request	\$28.00	\$47.00
2. Additional Line, each	\$15.00	\$15.00
C. Secondary Service Charge		
1. Applies per Customer request, each	\$20.00	\$24.00
D. Premises Work Charge		
1. First 15-minute increment or fraction thereof	\$28.00	\$28.00
2. Each additional 15-minute increment or fraction thereof	\$11.00	\$11.00

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Local Exchange Telephone Service

SERVICE OFFERINGS (Cont'd)

3.7 Direct Inward Dialing

3.7.1 General

- A. DID service permits calls incoming to a PBX system, Telephone Answering Service, or other Customer Premises Equipment requiring outpulsing-of-digits from the network to reach a specific station line without the assistance of an attendant. DID service is provided subject to the availability of facilities and telephone numbers and other conditions.
- B. The rates specified herein are in addition to the rates shown elsewhere in the Tariff for the services with which this offering is associated (e.g., central office PBX trunks, access lines, Sharing and Resale of Exchange Service, etc.)
- C. Subscribers to DID service will be required to maintain an adequate number of DID trunks as determined by the Company in order to provide quality grade of service and prevent Network degradation.
- D. The service must be provided on all lines in a trunk group arranged. Where DID is required on more than one group of trunks or central office lines, each such group shall be considered as a separate DID service.
- E. The assignment of telephone numbers and the sequence of the numbers assigned to a DID service is made at the discretion of the Company. Where the equipment configuration requires the assignment of blocks of telephone numbers or where the customer requests additional blocks of telephone numbers held in reserve for future use, rates and charges are applicable for each unused block of telephones. The Company does not guarantee to provide DID numbers arranged in a consecutive manner. If the DID numbers provided can not be arranged in a consecutive manner, they will still be provided at rates and charges for consecutive numbers. When a number is removed from an existing consecutive DID group, the installation charge and monthly rates for Non-Consecutive DID apply to the remaining numbers. If a customer requesting Non-Consecutive DID numbers does not have DID service at the time the Non-Consecutive DID numbers are requested, a minimum of 20 Non-Consecutive DID numbers must be ordered.

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SERVICE OFFERINGS (Cont'd)

3.7 Direct Inward Dialing (Cont'd)

3.7.1 General (Cont'd)

- F. When equipment or service of a special type arrangement is requested and provided, rates and charges are based on costs involved to meet the individual requirements of each case.
- G. Operational characteristics of interface signals between the Company-provided facilities and the customer-provided switching equipment must conform to the rules and regulations the Company considers necessary to maintain proper standards of service as specified in other sections of this tariff.
- H. The Company shall not be responsible to the customer or authorized user if changes in protection criteria or in any of the facilities, operations, or procedures of the Company render any of the facilities provided by a customer or authorized user obsolete or require modification or alteration of such equipment or system or otherwise affect its use or performance.
- I. At the discretion of the Company, subject to operating limits and the availability of facilities, DID service may be provided outside the customer's normal serving central office.
- J. In addition to the rates and charges, appropriate service connection, move and change charges are applicable to the establishment or rearrangement of trunks and numbers in connection with providing DID service.

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SERVICE OFFERINGS (Cont'd)

3.7 Direct Inward Dialing (Cont'd)

3.7.1 General (Cont'd)

- K. Installation charges for DID central office switching equipment are not applicable if the customer presently subscribes to DID service and changes the type of customer premises switching equipment. The following provisions apply:
1. The customer must maintain at least the same level of DID service requirements.
 2. The replacing customer premises equipment must be served by the same central office as the existing customer premises equipment.
 3. Central office switching equipment additions or modifications must not be required in order to provide DID service to the replacing customer premises switching equipment.
 4. Rates and charges are applicable to additional DID service requirements which exceed the customer's existing level of DID arrangements.
- L. A DID customer may reuse his DID numbers for non-DID purposes when the customer's DID service is disconnected.

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SERVICE OFFERINGS (Cont'd)

3.7 Direct Inward Dialing (Cont'd)

3.7.2 Rates

A. Central Office Components

1. Direct-In-Dialing (DID) Service

	<u>Installation Charge</u>	<u>Monthly Rate</u>
(a) Establish trunk group and provide for first group of 20 DID numbers	\$480.00	\$3.40
(b) Each additional group of 20 DID numbers	\$480.00	\$3.40
(c) One-way Inward Trunk Termination in Central Office, each	\$50.00	\$26.00
(d) Multi-frequency (MF) Pulsing Option ¹ , each trunk	-	\$7.50
(e) Dual Tone Multi-frequency (DTMF) Option ¹ , each trunk	-	\$7.50
(f) Automatic Intercept Service ² Per number referred	\$16.00	-

Note 1: These options provide faster signaling on DID trunks. The choice of pulsing alternative depends on the customer's premises equipment.

Note 2: Provides standard automatic number referral for non-listed disconnected DID telephone numbers for twelve months or until the delivery of the new directory, whichever comes first. AIS is only provided where facilities permit.

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SERVICE OFFERINGS (Cont'd)

3.7 Direct Inward Dialing (Cont'd)

3.7.2 Rates (Cont'd)

A. Central Office Components (Cont'd)

1. Direct-In-Dialing (DID) Service (Cont'd)

	<u>Installation Charge</u>	<u>Monthly Rate</u>
(g) DID Trunk Termination, each Combination Trunk with Call Transfer ^{1,2} , each	\$250.00	\$45.00
(h) Non-Consecutive DID Numbers, each	\$1.50	\$0.17
(i) Reserved Non-Consecutive DID Numbers, each	\$1.50	\$0.17

Note 1: In addition to the rates and charges for the DID Trunk Termination, rates and charges for DID PBX trunks or NARs as specified in Section A3. of this Tariff apply as appropriate.

Note 2: Provisioned only where facilities permit.

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SERVICE OFFERINGS (Cont'd)

3.8 **Custom Calling Services**

3.8.1 **Definitions**

Custom Calling services are auxiliary features provided in addition to basic telephone service. Custom Calling services consist of the following features:

- A. Call Forwarding Busy Line - This feature provides for calls terminating to a subscriber's busy directory number to be forwarded to another telephone number on a premises other than the provisioned premises. The customer selected forward-to telephone number is preprogrammed at the time service is established and can only be changed via service order.

- B. Call Forwarding Don't Answer - This feature provides for calls terminating to a subscriber's idle directory number to be forwarded, after a customer pre-selected interval, to another telephone number. The customer selected forward-to telephone number and specified interval are preprogrammed at the time service is established and can only be changed via service order. No service order charge is applicable if the customer requests a ring count change within 30 days from the establishment of this feature on the subscriber's line.

- C. Call Forwarding Don't Answer - Ring Control (CFDA-RC) - This feature provides for calls incoming to a subscriber's idle directory number to be forwarded to another telephone number after a customer-controlled interval expressed in either ring cycles or seconds, depending on specific technology involved. The forwarded-to telephone number is specified at the time service is established and can only be changed via service order. Such change is subject to normal service order charges. CFDA-RC is available only where facilities permit, and provides the customer with the capability to change the interval after which forwarding occurs. Such change is made at the convenience of the customer, and is not subject to service order charges. After establishment of service, the interval cannot be changed via service order.

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Local Exchange Telephone Service

SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.1 Definitions (Cont'd)

- D. Call Forwarding Multipath - This feature provides customers who subscribe to Call Forwarding Busy Line, Call Forwarding Don't Answer, Customer Control of Call Forwarding Busy Line, Customer Control of Call Forwarding Don't Answer, Call Forwarding Variable, or Remote Access to Call Forwarding Variable the capability to specify the number of calling paths that will be forwarded to another telephone number. Where facilities permit for a single (non-rotary) exchange line/trunk or a rotary (hunting) arrangement of 10 or less lines/trunks, 10 calling paths will be provided at no charge. For a hunting arrangement greater than 10 line/trunks additional paths (in excess of the 10 provided at no charge) can be purchased. The total number of calling paths cannot exceed the number of lines/trunks in the forwarding hunting arrangement. In all cases, the number of call forwarding paths is dependent upon the terminating capability of the forward-to directory number. For the Call Forwarding Don't Answer feature each call will be forwarded at the completion of each ring cycle. A service order charge will apply to requests to increase or decrease the number of calling paths. The service order charge will not apply for the first sixty (60) days following the effective date of this Tariff.
- E. Call Forwarding Variable - This provides an arrangement for transferring incoming calls to another local service telephone number by dialing a code and the number of the service to which calls are to be transferred. In addition, calls may be transferred to a long distance message telecommunications point subject to the availability of the necessary facilities in the central office from which the calls are to be transferred. Call Forwarding shall not be used to extend calls on a planned and continuing basis to intentionally avoid the payment in whole or in part, of message toll charges that would regularly be applicable between the station originating the call and the station to which the call is transferred.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.1 Definitions (Cont'd)

- F. Call Waiting - By means of a tone signal a customer who is using his telephone is alerted when another caller is trying to reach that station. Permits putting first call on hold so that second call can be answered.

In Central Offices where the capability exists and has been implemented, subscribers to Call Waiting may dial activate a Control Call Waiting feature. Before a call is initiated, the subscriber may activate the Control Call Waiting feature and Call Waiting is then made inoperative on the first call initiated by the subscriber immediately following activation of the cancel feature. The feature may also be activated after a call is established, if the customer subscribes to a service that allows flash-hook privileges such as Three-Way Calling. Call Waiting is restored automatically on termination of such a call. During the time the Control Call Waiting feature is activated, incoming callers receive a busy tone.

- G. Call Waiting Deluxe (CWD) - This service allows a customer to control the treatment applied to incoming calls while the customer is off-hook on a call. Call Waiting Deluxe includes the functionality of the Call Waiting feature and provides several additional call disposition options

The customer must have a Calling Identification Delivery feature, such as Caller ID-Basic or Caller ID-Deluxe for the calling Identification data of the waiting call to be provided following the Call Waiting Deluxe alerting tone. The customer must subscribe to a Call Forwarding Don't Answer feature in order to forward a waiting call to another location.

Call disposition options provided with Call Waiting Deluxe include

- Answer the waiting call, placing the first party on hold
- Answer the waiting call, dropping the first party
- Direct the waiting caller to hold via a recording
- Forward the waiting call to another location (e.g., a voice mailbox or Telephone Answering Service)
- Conference the waiting call with the existing, stable call and, if desired, subsequently drop either leg of the "conferenced" call.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.1 Definitions (Cont'd)

G. Call Waiting Deluxe (Cont'd)

Utilization of the full capabilities of Call Waiting Deluxe requires the use of an Analog Display Services Interface (ADSI) - compatible telephone at the customer's premises. The installation and maintenance of the ADSI-compatible CPE and its technical capability to function in conjunction with the features specified herein is the responsibility of the customer. The Company assumes no liability, and will be held harmless, for any incompatibility between this equipment and the network features described herein.

H. Customer Control of Call Forwarding Busy Line - This feature provides a customer the Call Forwarding Busy Line feature and the capability to control from his base station line the activation and deactivation of the service by using dialing codes. The destination telephone number is specified by the customer at the time this feature is ordered and can only be changed via service order. Customer Control of Call Forwarding Don't Answer - This feature provides a customer the Call Forwarding Don't Answer feature and the capability to control from his base station line the activation and deactivation of the service by using dialing codes. The destination telephone number and forwarding interval are specified by the customer at the time this feature is ordered and can only be changed via service order.

I. Customer Control of Call Forwarding Don't Answer - This feature provides a customer the Call Forwarding Don't Answer feature and the capability to control from the base station line the activation and deactivation of the service by using dialing codes. The destination telephone number and forwarding interval are specified by the customer at the time this feature is ordered and can only be changed via service order. No service order charge is applicable if the customer requests a ring count change within thirty days from the establishment of the feature on subscriber's line.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.1 Definitions (Cont'd)

- J. Remote Access - Call Forwarding Variable - This feature provides a customer the Call Forwarding Variable feature and the capability to activate and deactivate the service remotely from any line/equipment capable of Touch-Tone signaling rather than only from the base station line. This feature does not require that a courtesy call be completed to the forward-to-telephone number
- K. Speed Calling - This provides for the calling of a 7- or 10-digit telephone number by dialing an abbreviated code. The two arrangements available are an eight-number capacity (8-code) and a thirty-number capacity (30-code).
- L. Three-Way Calling - This permits an existing call to be held, and, by dialing, a second telephone call can be established and added to the connection. This service contemplates that normal transmission performance quality cannot be guaranteed on all calls.
- M. Three-Way Calling with Transfer - This feature allows a user to hold an in-progress call and complete a second call while maintaining privacy from the first call, or to add on the previously held call for a three-way conference. Incoming calls may be transferred to another access arrangement on an inter- or intra-switch basis. Where the subscriber originates both legs of a three-way call, those legs will remain bridged together when the subscriber goes on hook when at least one of the legs is an intra-switch call. This feature shall not be used to extend calls on a planned and continuing basis to intentionally avoid the payment in whole or in part of message charges, toll or otherwise, that would regularly be applicable between the stations bridged together by the subscriber.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.2 Provision of Service

- A. Custom Calling Services are furnished only from central offices which have been arranged to provide these services. The services are provided subject to the availability of facilities.
- B. Except where provided otherwise in this Tariff, Custom Calling Services are furnished only in connection with individual line residence and business main service.
- C. Custom Calling Services are offered for use with PBX Trunk Service or Outward WATS Service subject to the following limitations:
 - 1. May be provided when compatible with the equipment configuration at the customer's premises.
 - 2. Available only in certain types of central offices.
 - 3. Not available with Direct Inward Dial type trunks.
 - 4. Available only with two types of hunting arrangements, multi-line and series completion, and subject to the limitations of these hunting arrangements.
- D. Subscribers to Call Waiting Deluxe must have Touch-Tone service.
- E. Service charges for establishment of Call Waiting Deluxe on a customer's line do not apply.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.3 Rates and Charges

A. Residence¹ – Non-Package

	<u>Monthly Rate</u>
1. Call Forwarding Busy Line	\$1.00
2. Call Forwarding Don't Answer	\$1.00
3. Call Forwarding Don't Answer – Ring Control	\$1.00
4. Call Forwarding Don't Answer Multipath or Customer Control of Call Forwarding Don't Answer Multipath ²	\$2.00
5. Call Forwarding Variable Multipath or Remote Access - Call Forwarding Variable Multipath ²	\$3.00
6. Call Forwarding Busy Line Multipath or Customer Control of Call Forwarding Busy Line Multipath ²	\$2.00
7. Call Forwarding Variable	\$3.50
8. Call Waiting	\$3.00
9. Call Waiting Deluxe	\$6.00
10. Customer Control of Call Forwarding Busy Line	\$3.00

Note 1: Monthly rate per central office line equipped.

Note 2: Monthly rate per call forwarding path in excess of ten paths.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.3 Rates and Charges (Cont'd)

A. Residence¹ – Non-Package (Cont'd)

	<u>Monthly Rate</u>
11. Customer Control of Call Forwarding Don't Answer	\$3.00
12. Remote Access - Call Forwarding Variable	\$5.75
13. Speed Calling (8-Code)	\$3.75
14. Speed Calling (30-Code)	\$4.00
15. Three-Way Calling	\$4.00
16. Three-Way Calling with Transfer ¹	\$4.95

Note 1: Appropriate local or toll usage charges apply for calls originated by the subscriber, including connections which continue after the subscriber exits the call.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.3 Rates and Charges (Cont'd)

B. Business – Non-Package

	<u>Monthly Rate</u>
1. Call Forwarding Busy Line	\$4.25
2. Call Forwarding Don't Answer	\$4.25
3. Call Forwarding Don't Answer – Ring Control ¹	\$4.25
4. Call Forwarding Don't Answer Multipath or Customer Control of Call Forwarding Don't Answer Multipath ²	\$3.00
5. Call Forwarding Variable Multipath or Remote Access - Call Forwarding Variable Multipath ²	\$3.00
6. Call Forwarding Busy Line Multipath or Customer Control of Call Forwarding Busy Line Multipath ²	\$3.00
7. Call Forwarding Variable	\$4.75
8. Call Waiting	\$3.90
9. Customer Control of Call Forwarding Busy Line	\$6.25
10. Customer Control of Call Forwarding Don't Answer	\$6.25

Note 1: Monthly rate per central office per line/trunk equipped.**Note 2:** Monthly rate per call forwarding path in excess of ten paths.

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SERVICE OFFERINGS (Cont'd)

3.8 Custom Calling Services (Cont'd)

3.8.3 Rates and Charges (Cont'd)

B. Business – Non-Package (Cont'd)

	<u>Monthly Rate</u>
11. Remote Access - Call Forwarding Variable	\$9.00
12. Speed Calling (8-Code)	\$4.50
13. Speed Calling (30-Code)	\$5.50
14. Three-Way Calling	\$4.50
15. Three-Way Calling with Transfer ¹	\$6.00

Note 1: Appropriate local or toll usage charges apply for calls originated by the subscriber, including connections which continue after the subscriber exits the call.

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SERVICE OFFERINGS (Cont'd)

3.9 Remote Call Forwarding

3.9.1 Description of the Service

Remote Call Forwarding (RCF) is a service whereby a call placed from a station (the originating station) to a customer's (the RCF customer) telephone number (the call forwarding location) is automatically forwarded by Company central office equipment to another station designated by the RCF customer (the terminating station).

3.9.2 Limitations

- A. Remote Call Forwarding service is offered subject to availability of suitable facilities.
- B. RCF service is not offered where the terminating number is a public telephone.
- C. The Company does not guarantee identification of the originating telephone number to the Remote Call Forwarding customer.
- D. Transmission characteristics may vary depending on the distance and routing necessary to complete the remotely forwarded call.
- E. Remote Call Forwarding is not represented as suitable for satisfactory transmission of data.
- F. Remote Call Forwarding to another Company-provided RCF number is not permitted.
- G. Remote Call Forwarding is provided on the condition that the customer subscribe to sufficient features and facilities at the call forwarding location and, where appropriate, at the terminating location to adequately handle calls to the RCF customer without interfering with or impairing any services offered by the Company.
- H. When the Remote Call Forwarding number is to be located in a multi-office exchange, the Company will determine the serving central office.

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SERVICE OFFERINGS (Cont'd)

3.9 **Remote Call Forwarding** (Cont'd)

3.9.2 Limitations (Cont'd)

- I. The local calling area (seven-digit dialing) for Remote Call Forwarding provided in a particular wire center will be the same as that provided on a non-optional basis to subscribers to Basic Local Exchange Service in that same wire center. This local calling area includes that provided in calling plans such as Extended Calling Service and Local Calling Plus. Calls outside the local calling area will be sent-paid (1+ only) toll calls.
- J. Where the RCF customer receives a business directory listing, calls will not be forwarded to a Company-provided telephone service for which residential rates apply.
- K. Where calls are to be forwarded to telephone service other than that of the RCF subscriber, it shall be the responsibility of the RCF subscriber to obtain permission for such forwarding from the subscriber to the other service and to determine a mutually acceptable number of access facilities (calling paths). Where the other subscriber contests such forwarding or the number of access facilities, the Company reserves the right to modify the RCF service to the extent necessary to eliminate the other subscriber's complaint. The RCF subscriber shall be responsible for the tariffed charge for any resulting rearrangement of the RCF service.

3.9.3 Minimum Contract Period

The minimum contract period for this service is one month.

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SERVICE OFFERINGS (Cont'd)

3.9 Remote Call Forwarding (Cont'd)**3.9.4 Monthly Charges**

The following charges are for the Remote Call Forwarding feature and additional access facilities only and are in addition to applicable charges for service and equipment with which it is used.

A. Remote Call Forwarding

1. Per feature arranged and one access path for either interexchange, intraexchange, or local calling area per service request.

	<u>Installation Charge</u>	<u>Monthly Charge</u>
a. Residence, each	\$12.50	\$16.00
b. Business, each	\$12.50	\$16.00

2. Additional Access Path (with initial installation)

	<u>Monthly Charge</u>
a. Residence, each	\$16.00
b. Business, each	\$16.00

B. Credits

Where customers have fifteen or more unique RCF features on a billing account, a credit of twenty-five percent (25%) will be applied per billing cycle to the monthly rate for each such unique service feature, including the first fifteen. For purposes of qualifying for such credit, a unique feature is defined by calling scope, jurisdiction and business/residence classification: e.g., Residence, Intrastate, IntraLATA; or, Business, Measured Local. Additional Access Facilities also qualify as a unique feature. Unique features may not be combined to qualify for this credit.

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SERVICE OFFERINGS (Cont'd)

3.9 **Remote Call Forwarding** (Cont'd)

3.9.5 **Message Charges**

The message charges applicable to remotely forwarded calls shall be comprised of two separate charges: (1) a charge for that portion of the call from the originating station to the call forwarding location, and (2) a charge for that portion of the call from the call forwarding location to the terminating station. The respective charge for each such portion shall be as follows:

A. Between the originating station and all forwarding locations.

The charge for this portion of a remotely forwarded call shall be the charge specified in this or any other applicable Tariff for the type of call involved.

B. Between the call forwarding location and the terminating station.

The Remote Call forwarding customer is responsible for the applicable Local Usage Rate Service charges or for the applicable customer-dialed station-to-station charges specified in this or any other applicable Tariff. These charges apply to all calls answered at the terminating station, including person-to-person and collect calls, even though such calls might not be accepted at the answering location.

C. **Local Usage Rate Service Charges**

1. Where non-optional focal exception rates are applicable for basic local exchange service customers, these rates are also applicable for similar "local" calls placed via the Remote Call Forwarding service.
2. No discounts, caps or allowances apply to these usage charges

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SERVICE OFFERINGS (Cont'd)

3.9 Remote Call Forwarding (Cont'd)

3.9.6 Service Charges

Service Charges apply as follows.

- A. For the initial or subsequent installation of RCF features, the Secondary Service Charge shall apply.
- B. For the subsequent addition of additional access facilities to an existing RCF service, the following charges apply:

Additional access path

		Installation <u>Charge</u>	Monthly <u>Charge</u>
1	Residence, each	\$12.50	\$16.00
2	Business, each	\$12.50	\$16.00

- C. To change the number at the Call Forwarding location, the number for the terminating location or both numbers on the same order, the Secondary Service Charge shall apply.

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MISCELLANEOUS OFFERINGS

4.1 Emergency Services (Enhanced 911)

Emergency Services (Enhanced 911): Allows Customers to reach appropriate emergency services including police, fire and medical services. Enhanced 911 has the ability to selectively route so emergency call to the primary E911 provider so that it reaches the correct emergency service located closest to the caller. In addition, the Customer's address and telephone information will be displayed to the primary E911 provider for display at the Public Service Answering Point ("PSAP").

4.2 Telecommunications Relay Service

Telecommunications Relay Service enables deaf, hard-of-hearing or speech-impaired persons who use a text telephone or similar devices to communicate freely with the hearing population for using the text telephone and vice versa. The Company does not impose any charge to end users for access to Telecommunications Relay Service. However, persons using this Service are liable for applicable per call/increment charges.

4.3 Presubscription

Provides Customers with the ability to have message toll or long distance calls routed directly to their carrier of choice without the dialing of any additional digits. Customers may select separate carriers for intraLATA and interLATA calls.

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INDIVIDUAL CASE BASIS (ICB) ARRANGEMENTS

Arrangements will be developed on a case-by-case basis in response to a bona fide request from a Customer or prospective Customer to develop a competitive bid for a service offered under this tariff. Rates quoted in response to such competitive requests may be different than those specified for such service in this tariff. ICB rates will be offered to the Customer in writing and on a non-discriminatory basis and will be filed with the Tennessee Public Service Commission.

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PROMOTIONAL OFFERINGS

The Company from time-to-time may make promotional offerings of its services which may include waiving or reducing the applicable charges for the promoted service. The promotional offerings may be limited as to the duration, the date and times of the offerings, the locations where the offerings are made, and are subject to approval from the Commission.

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EXHIBIT F

STATEMENT OF FINANCIAL CAPABILITY

Arbros Communications Licensing Company S.E., LLC ("Arbros Licensing Co.") is financially qualified to operate as a provider of local exchange telecommunications services in Tennessee. Arbros Licensing Co. will rely on the financial resources of its ultimate parent company, Arbros Communications, Inc. ("Arbros Communications"), for purposes of setting up its local and interexchange operations in Tennessee. As a start-up company, Arbros Licensing Co. has no significant financial history. To this end, appended to this Application, filed *under seal* as **Exhibit G** is a notarized Letter of Guarantee signed by Arbros Communications, the parent company of the Applicant, guaranteeing the operations of the Applicant in Tennessee.

As is evident from the audited financial statements of Arbros Communications Inc., submitted herewith under seal, the Applicant has the necessary financial resources to provide the facilities-based and resold local exchange and interexchange telecommunications services described in this Application, and to finance its operations in order to maintain the provision of these services. Specifically, as demonstrated by the Cash Flow statement of its parent company, Arbros Licensing Co. has access to ample capital, provided through privately-placed venture capital investment, to fund the construction and operation of its telecommunications network in Tennessee, and to meet any lease and ownership obligations associated with its provision of facilities-based local exchange and interexchange telecommunications services in Tennessee.

EXHIBIT F

AUDITED FINANCIAL STATEMENTS OF ARBROS COMMUNICATIONS, INC.

[CONFIDENTIAL AND PROPRIETARY – FILE UNDER SEAL]

EXHIBIT G

**NOTARIZED LETTER OF GUARANTEE FROM
ARBROS COMMUNICATIONS, INC.**

[CONFIDENTIAL AND PROPRIETARY – FILE UNDER SEAL]

EXHIBIT H

STATEMENT OF MANAGERIAL AND TECHNICAL QUALIFICATIONS

Arbros Communications Licensing Company S.E., LLC (“Arbros Licensing Co.”) is technically qualified to operate as a provider of facilities-based and resold local exchange services in Tennessee. The following is a list of the management team of the Applicant’s parent company, Arbros Communications, Inc. (“Arbros Communications”), upon whose managerial experience and technical expertise Arbros Licensing Co. will rely:

Jonathan Flicker	President and CEO
Samuel Vogel	Senior Vice President – Network Planning
Russell B. Stevenson, Jr.	Executive Vice President & General Counsel
Don Helms	Senior Vice President – Operations
Christian A. Walkowicz	Chief Financial Officer & Treasurer
Sandra Gill	Senior Vice President Human Resources & Administration
Dr. I-Hung Li	Senior Vice President – Technology
Dirk VerMeulen	Vice President – Marketing and Sales
Jeffrey D. Hamet	Vice President – Finance & Corporate Controller
Matthew Lehman	Vice President – Strategic Planning & Development
Frederick L. Rienecker	Vice President – Information Systems

Collectively, the members of the Arbros Communications management team have managed, and/or operated advanced telecommunications facilities throughout the United States. With vast technical and managerial experience by the members of its management team, in addition to the outstanding team of engineers and network specialists it has employed, Arbros Communications has the adequate technical and managerial experience and capabilities to develop and maintain successful local exchange operations in Tennessee.

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Management

Jonathan S. Flicker, *CEO, President, and Director*

Mr. Flicker has over 14 years experience in executive-level management primarily focused in areas of strategic planning, corporate finance, operations, marketing and analysis. Before joining ARBROS Communications, Mr. Flicker was the Chief Operating Officer of CrossMedia Networks Incorporated, a service organization that enabled voice-mail retrieval via standard telecommunication devices. Prior to this engagement, Mr. Flicker managed the entire outbound telemarketing and sales efforts for Time Life Inc., in Alexandria Virginia. In this capacity, Mr. Flicker was singly responsible for strategic, operational, marketing and financial management of a nationwide, 900+ member sales staff. In addition, he served as Vice President of Marketing Services where he managed all of the local operational aspects for Time Life Inc. In 1995, Mr. Flicker was Vice President of Customer Service and Operations for Bertelsmann Music Group in Indianapolis IN. In this role, he managed all aspects of the in-bound customer service group (550+ on-site representatives), a multi-city out-bound telemarketing group of 400 representatives and the operational aspects of a fulfillment and distribution center. Immediately preceding this engagement, Mr. Flicker ran the New Business Development and Acquisition group for Bertelsmann Music Groups Direct Marketing Division where he was responsible for strategic, financial planning, development, deployment of new services and business projects. Mr. Flicker has held management positions in strategic planning, corporate finance, and operations at Time Warner Inc., National Geographic Society and Morgan Stanley. Mr. Flicker holds a BS in Cognitive Science and an MS in Quantitative Analysis from the University of Kansas.

Samuel Vogel, *Senior Vice President, Network Planning, Director*

Mr. Vogel has 38 years of experience in the telecommunications industry in marketing, sales, regulatory, operations and engineering. Since March of 1999, he has served as Chief Operating Officer and Vice President of Operations for ARBROS, responsible for all day to day operations functions, including Network Engineering, Planning and Management; Information Systems; Customer Service; Regulatory; Sales and Marketing. Prior to this position, he was Executive Vice President of Operations, Sales and Marketing responsible for implementation of all CLEC operational functions for Metropolitan Telecommunications, a New York City-based CLEC. Mr. Vogel also consulted for Bell Atlantic/NYNEX and at US ONE Communications, a nationwide CLEC, he was responsible for product development and management, product introduction, pricing and sales support of all local products and services for the wholesale carrier market in their Carrier Services Division. Through March of 1996, culminating a 35-year career at New York Telephone, AT&T and NYNEX, he served as Managing Director in their Business Markets Group responsible for product development and management of \$1.2 billion in calling services revenues. Mr. Vogel holds a B.S. in Business Administration from the New York Institute of Technology.

Russell B. Stevenson, Jr., *Executive Vice President and General Counsel*

Mr. Stevenson has been engaged in business law for 30 years, as a teacher, regulator, private practitioner, and in-house counsel. He is responsible for all of the company's legal and regulatory affairs and plays a significant role in formulating and executing business strategy. Before joining ARBROS Communications, Mr. Stevenson served as General Counsel of CyberCash, Inc., a leading provider of software and services for electronic commerce, which he joined in 1996. Prior to that, he practiced law in Washington, D.C., with a practice that concentrated on securities and corporate law, with an emphasis on technology-based companies and venture capital. From 1971 to 1981 Mr. Stevenson was a member of the full-time law faculty at George Washington University, where he taught corporations, securities regulation, international business transactions and international economic development. During that time he also was a visiting professor at Cornell Law School and, in 1977-78, a Fulbright Professor at the University of Paris II (Sorbonne). In 1981 Mr. Stevenson joined the staff of the Securities and Exchange Commission, where he served as Deputy General Counsel. In 1984 he returned to the private practice of law. Mr. Stevenson is the author of two books on corporate law and has published numerous articles on securities regulation, corporate law, and the law of electronic commerce. He has been active in the Business Law Section of the American Bar Association, the District of Columbia Bar, the International Law Association, and various community organizations. Mr. Stevenson holds a degree in mechanical engineering from Cornell University and received his J.D. from Harvard Law School, *cum laude*. He is a member of the bars of the District of Columbia and the United States Supreme Court.

Don Helms, *Senior Vice President, Operations*

Donald P. Helms most recently served as Vice President for the Network Management Center (NMC) for ATT Local Services. This center holds the nationwide responsibility for customer trouble resolution. Under his leadership the NMC expanded in size and functionality to meet the growth in service and commitments to new ATT product offerings. Previously, Donald Helms served as Regional Vice President of Local Service Operations for ATT's Eastern Region. The Eastern Region consists of all cities east of the Mississippi River, excluding the New York / North Jersey Metropolitan Area. Under this title, Mr. Helms served to enhance the operations capability and service performance for the eastern half of the United States. Prior to assuming responsibility for ATT's Eastern Region, Mr. Helms served in a variety of senior and executive management level positions for both ATT and Teleport Communications Group (TCG). Previous assignments include; Vice President of Corporate Process where he was charged with defining the business processes that would achieve the highest level of performance efficiency; Vice President (TCG) of Engineering to include transmission and switching equipment, network planning, network design and infrastructure deployment. Mr. Helms spent the first 16 years of his telecommunications career with NYNEX and ATT, where he served in several positions of increased responsibility in the areas of operations, service management, and engineering.

Christian Walkowicz, *Interim CFO*

Ms. Walkowicz has an extensive background in corporate finance with over 18 years working with companies on a broad spectrum of financial advisory and capital raising transactions. Her experience includes working with large multinational companies, such as Dow Chemical, as well as working with newly founded technology-based companies. From 1982 to 1995, Ms. Walkowicz was an investment banker advising and raising capital for bio-technology companies. Ms. Walkowicz has been an independent consultant for private equity firms, including Winslow Partners LLC and Stone Pine International LLC. Ms. Walkowicz received her BA from Harvard University in 1977 and her MBA from Harvard Business School in 1982.

Sandra Gill, *Senior Vice President, Human Resources and Administration*

Ms. Gill has over 30 years of experience in directing administrative functions, specializing in human resource and labor management, management information systems, facilities and operations management in a variety of businesses and industries. Prior to joining ARBROS, she served as Senior Vice President of Administration for The National Geographic Society, providing operational overview and strategic direction for the administrative functions (Human Resources, Facilities and Information Systems) as well as for Membership Services and Internal Audit. For the previous six years, she was the Vice President of Operations for The (Baltimore) Sun, a newspaper with a combined daily circulation in excess of 420,000. Overseeing Operations, she was accountable for the production and printing of the newspapers in addition to directing the Information Services and Facilities Planning functions. Prior to her appointment to this position, she served as the Director of Human Resources at The Sun for eight years, developing and establishing the policies, systems and procedures for recruitment, employee relations, compensation, benefits, organizational development, HRMS, performance management, safety and security. From 1969 until 1980, she held increasingly responsible roles in change management, human relations, and training in the insurance and health care industries. Ms. Gill holds a Bachelors in Psychology from North Texas University and a Masters in Business from Stanford University.

Dr. I-Hung Li, *Senior Vice President, Technology*

Dr. Li has over 20 years of communications experience. Before joining ARBROS Communications, Dr. Li was the Senior Vice President at Paragon Solutions responsible for the strategic direction and product delivery of the company's R&D organization. Prior to that, he was a senior technical manager in Lucent Technologies (formerly known as AT&T Bell Labs), which he joined in 1980. During his 18 years with Lucent, Li held increasingly responsible roles as a software engineer, project leader, project manager, system architect technical manager on many major corporate projects. In 1994, he spearheaded the customer technical support effort for the Japan Wireless PHS Project and later, for the Asian Pacific Countries. Before Lucent, Dr. Li was a software engineer for Bendix Corporation where he developed a wideband data network for the Voyager project led by the California Institute of Technology Jet Propulsion Laboratory. Li has been a featured speaker at numerous events over the years, including the annual International Conference on Advanced Science and Technology as well as numerous university- and association-sponsored technology seminars. Dr. Li holds a Ph.D in Mathematics from the Johns Hopkins University.

Dirk VerMeulen, *VP Marketing and Sales*

Mr. VerMeulen brings nearly a decade of domestic and international telecommunications industry experience to his role at ARBROS. Mr. VerMeulen will oversee the company's strategic planning, marketing and sales efforts. Before joining ARBROS, Mr. VerMeulen served as General Manager of Consumer Sales for Ameritech New Media, a leading provider of Cable TV services in the Midwest. He was responsible for designing, implementing and managing the consumer sales strategy in the Ameritech region directing a 150+ member sales staff. Also during his tenure at Ameritech, Mr. VerMeulen was the General Manager of Sales for Belgacom, the leading provider of communications services in Belgium, within the Corporate Customer Division. In this capacity, Mr. VerMeulen reengineered the sales organization and directed two strategic initiatives that successfully responded to the rapidly changing competitive landscape in Western Europe as a result of deregulation and identified new sources of sustainable, profitable growth for the company. Prior to his engagement in Europe, Mr. VerMeulen served as Director of Sales, Indiana, for Ameritech's Enhanced Business Services division. Mr. VerMeulen has also held various sales and marketing positions within Ameritech, ROLM, a Siemens Company and Fujitsu, Business Communications Solutions. Mr. VerMeulen earned a BA in Business Administration from Hope College in Holland, Michigan.

Jeffrey D. Hamet, *VP Finance and Corporate Controller*

Mr. Hamet has over 11 years of experience working with and for a broad array of companies in establishing proper financial reporting as well as internal control environments. From early 1997 to mid 1999, Mr. Hamet served as the Vice President and Corporate Controller of Youth Services International, Inc. (YSI), a \$200 million provider of privatized correction services. In this capacity, Mr. Hamet was responsible for all management and SEC reporting requirements as well as the establishment of procedures and controls to manage a highly dispersed, multi-locational set of business units. At YSI, Mr. Hamet was a major participant in a significant acquisition as well as the divestiture of a large segment of the company's business. Prior to 1997, Mr. Hamet spent 9 years at Arthur Andersen LLP serving as a Audit and Business Advisory Manager for much of his tenure. At Arthur Andersen, most of his clients were pre or post-IPO companies. These companies were in industries that included high-technology, biotechnology, hospitality and distribution, to name a few. In connection with these companies, Mr. Hamet was the lead manager on several initial public offering engagements, acquisition due diligence engagements as well as various audits and business consulting projects. Mr. Hamet is a Certified Public Accountant and received his B.S. in Accounting from the University of Maryland in 1988.

Matthew L. Lehman, *VP Strategic Planning & Development*

Mr. Lehman has 11 years of experience in the development of service applications for the telecommunications and banking industries. Before joining ARBROS Communications, Mr. Lehman served as the Vice President of Strategic Planning for CrossMedia Networks Incorporated, a service organization providing unified messaging. Prior to this engagement, Mr. Lehman served as the Vice President of Business Development for Visa International's wholly owned subsidiary Visa Interactive, Inc. In this capacity, Mr. Lehman built relationships with key technology partners such as Microsoft, Nortel, AT&T and Verifone for the development and distribution of home banking services through Visa's 22,000 member institutions. Mr. Lehman led the introduction of these services in the United States with First Union Bank, Fleet Financial, Merrill Lynch, and Fidelity and in the United Kingdom with Barclays Bank, PLC. In addition, Mr. Lehman was solely responsible for Visa Interactive's domestic and international product

offering still in operation today with over a million home banking users. Prior to joining Visa International, Mr. Lehman served as the Director of Product Development for US Order, acquired by Visa International in 1994, designing and developing electronic commerce services. Mr. Lehman is experienced in product development, business development, strategic planning and program management. Mr. Lehman received his BS in Electrical Engineering from The University of Texas at Austin.

Frederick L. Rienecker, *VP Information Systems*

Mr. Rienecker has over 30 years of telecommunications experience. He has held executive positions in Marketing, Operations, Customer Care, Regulatory, and Information Services functions. His industry experience includes work with both established ILEC, IXC, and start-up CLEC telecommunications companies, as well as with a telecommunications consulting firm. Prior to joining ARBROS, Mr. Rienecker was a Project Director with DMR Consulting Group of Edison, NJ. He worked with OSS vendors, local and long distance carriers, focusing on client telephone and business needs. From 1996 to 1997, he was with US One Communications Corp, of Dallas, TX, where he functioned as the Carrier Services Product Manager. Prior to 1996, he served in a number of progressive Director level functions with NYNEX, including Process Reengineering and Assurance, Provision Systems Management, and Federal Docket Management. Mr. Rienecker received his BBA from CUNY/Baruch College. HE is a certified organizational development facilitator and has been a guest lecturer at Fordham University.

Other Management and Staff

ARBROS plans to use its management expertise to perform its mission critical functions and achieve its goals and objectives. The Company is presently negotiating agreements with several other experienced executives from the telecommunications industry to manage and facilitate its growth in the Bell Atlantic market and into other national and international markets. The mission critical functions of President, Chief Operating Officer, Administration (legal, human resources, finance/controller and strategic planning and development), Operations, Network planning and deployment, OSS (Service Order Processing and Provisioning, Customer Care, Customer Accounting and Billing) and Sales and Marketing will be the responsibilities of ARBROS' full-time staff.

In order to achieve its 1999 operational goals and sales targets, ARBROS is planning to have a full time staff of approximately 60 professionals (including R&D) by year-end. The ARBROS staff will grow to more than double its full time staff members by December 2000 to accommodate its sales goals and operational targets.

ARBROS initially plans to outsource some of its basic core functions (OSS integration, outbound telemarketing, network construction etc.) in order to gain immediate access to these capabilities in a timely and cost effective manner. The company employs a rigorous due diligence process to evaluate outsourcing partners, including core capabilities, management, staff, and industry evaluations in addition to a complete financial review.

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

**SMALL AND MINORITY-OWNED
TELECOMMUNICATIONS BUSINESS
PARTICIPATION PLAN**

Pursuant to T.C.A. §65-5-212, Arbros Communications Licensing Company, S.E. (“Arbros Licensing Co.” or the Company) submits this small and minority-owned telecommunications business participation plan (the “Plan”) along with its Application for a Certificate of Public Convenience and Necessity to provide facilities-based and resold local exchange and long distance telecommunications service in the State of Tennessee.

I. PURPOSE

The purpose of §65-5-212 is to provide opportunities for small and minority-owned businesses to provide goods and services to telecommunications service providers. Arbros Licensing Co. is committed to the goals of §65-5-212 and to taking steps to support the participation of small and minority-owned telecommunications businesses in the telecommunications industry. Arbros Licensing Co. will endeavor to provide for contracts and subcontracts for goods and services. As part of its procurement process, Arbros Licensing Co. will make efforts to identify and inform small and minority-owned businesses that are qualified and capable of providing goods and services to Arbros Licensing Co. of such opportunities. Arbros Licensing Co.’s representatives will contact the Department of Economic and Community Development, the administrator of the small and minority-owned telecommunications assistance program, to obtain a list of qualified vendors. Moreover, Arbros Licensing Co. will seek to increase awareness of such opportunities so that companies not otherwise identified will have sufficient information to participate in the procurement process.

II. DEFINITIONS

As defined in §65-5-212:

"Small business" means a business with annual gross receipts of less than four million dollars (\$4,000,000).

"Minority business" means a business which is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls the daily operations of such business, and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000).

III. ADMINISTRATION

Arbros Licensing Co.'s Plan will be overseen and administered by the individual named below, hereinafter referred to as the Administrator, who will be responsible for carrying out and promoting the Company's full efforts to provide equal opportunities for small and minority-owned businesses. The Administrator of the Plan will be:

Chris Tran
Arbros Communications Licensing Company, S.E.
6707 Democracy Blvd., Suite 200
Bethesda, Maryland 20817
Tel.: (301) 841-0222
Fax: (301) 571-0405

The Administrator's responsibilities will include:

1. maintaining an updated Plan in full compliance with §65-5-212 and the rules and orders of the Tennessee Regulatory Authority.
2. establishing and developing policies and procedures necessary for the successful implementation of the Plan.
3. preparing and submitting such forms as required by the Tennessee Regulatory Authority, including the filing of required annual forms.
4. serving as the primary liaison to and cooperate with the Tennessee Regulatory Authority, other agencies of the State of Tennessee, and small and minority-

owned businesses to locate and use qualified small and minority-owned businesses as defined in §65-5-212.

5. searching for and developing opportunities to use small and minority-owned businesses and encouraging such businesses to participate in and bid on contracts and subcontracts.
6. providing records and reports and cooperate in any authorized surveys as required by the Tennessee Regulatory Authority.
7. establishing a record-keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.
8. providing information and educational activities to persons within the Company and training such persons to seek out, encourage, and promote the use of small and minority-owned businesses.

In performance of these duties, the Administrator will utilize a number of resources, including:

The Chambers of Commerce
The Tennessee Department of Economic and Community Development
The United States Department of Commerce
 Small Business Administration
 Office of Minority Business
The National Minority Supplier Development Counsel
The National Association of Women Business Owners
The National Association of Minority Contractors
Historically Black Colleges, Universities, and Minority Institutions

The Company's efforts to promote and ensure equal opportunities for small and minority-owned businesses are primarily listed in the Administrator's duties above. Additional efforts to provide opportunities to small and minority-owned businesses will include offering, where appropriate and feasible, small and minority-owned businesses assistance with technical, insurance, bonding, licensing, production, and deadline requirements.

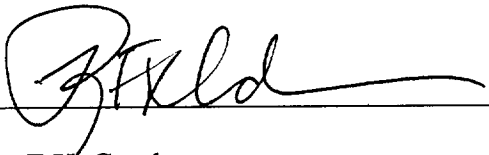
IV. RECORDS AND COMPLIANCE REPORTS

Arbros Licensing Co. will maintain records of qualified small and minority-owned business and efforts to use the goods and services of such businesses. In addition, Arbros Licensing Co. will maintain records of educational and training activities conducted or amended and of the internal procurement procedures adopted to support this Plan.

Arbros Licensing Co. will submit records and reports required by the Tennessee Regulatory Authority concerning the Plan. Moreover, the Company will cooperate fully with any surveys and studies required by the Tennessee Regulatory Authority.

Respectfully submitted,

ARBROS COMMUNICATIONS LICENSING COMPANY S.E., LLC

By: _____

Robert F.X. Condon
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